

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

CARL'S INC.

File number C 114353

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 29, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alva Seiko*

ARTICLES OF INCORPORATION  
OF  
CARL'S INC.

We, the undersigned, being natural persons of full age, and citizens of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

ARTICLE ONE  
NAME OF CORPORATION

The name of the corporation is Carl's Inc.

ARTICLE TWO  
PURPOSE OF INCORPORATION

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the corporation is to engage in the business of the sales of equipment including pressure washers, multi-use oil furnaces, water recycling equipment, water evaporation equipment, and other types of equipment. They will also lease said equipment and from time to time purchase and sell this equipment and all other commercial equipment. The business will also provide installation and service of equipment.

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

ARTICLE THREE  
DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR  
REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the corporation shall be Carl Nykamp and the initial registered office shall be located at 14054 N. 65 E., Idaho Falls, ID 83401

ARTICLES OF INCORPORATION  
CARL'S INC.

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IDAHO SECRETARY OF STATE  
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## ARTICLE FIVE STOCK

The total number of par value shares which the corporation shall have authority to issue is 200,000 shares each having a par value of \$.10. The aggregate par value of the total authorized number of par value shares is \$20,000. There are no authorized shares without par value.

The stock of the corporation is divided into 200,000 shares of a single class, each share having equal rights and each share having one vote. All stock when fully paid for shall be non-assessable.

## ARTICLE SIX BOARD OF DIRECTORS & BY LAWS

The corporation shall have the power to establish a Board of Directors and adopt appropriate By-Laws of the corporation. The Board of Directors shall have the authority to amend the By-Laws of the corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to sell a significant part of the corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the corporation. Each member of the Board of Directors need not be a shareholder of the corporation.

The original members of the Board of Directors and the offices who shall serve until the first regular meeting of the shareholders or until their successors shall qualify is:

Carl Nykamp, President and Director  
Joan Nykamp, Vice-President and Director  
Carl Nykamp, Treasurer  
Joan Nykamp, Secretary

## ARTICLE SEVEN INCORPORATION

The name and address of the incorporators are:

Carl Nykamp, President/Treasurer

ARTICLES OF INCORPORATION  
CARL'S INC.

14054 N 65 E.  
Idaho Falls, ID 83401

Joan Nykamp, Vice President/Secretary  
14054 N 65 E.  
Idaho Falls, ID 83401


Executed in duplicate this 29 day of February,  
1996.

  
\_\_\_\_\_  
Carl Nykamp  
Incorporator

  
\_\_\_\_\_  
Joan Nykamp  
Incorporator

STATE OF IDAHO       )  
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COUNTY OF            )

On this 29 day of February, <sup>1996</sup>~~1994~~, before me, a Notary Public in and for  
said State, personally appeared Carl Nykamp and Joan Nykamp known to me to be the  
persons whose names are subscribed to ~~the~~ within instrument, and acknowledged to me that  
they executed the same.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at: Buckburg, Id  
My Commission Expires: 5/3/2001