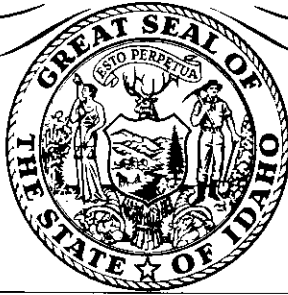


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

JOHNSON-BRYANT EQUIPMENT CO.

was filed in the office of the Secretary of State on the **First** day of **November**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Weiser** in the County of **Washington**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **1st** day of **November**, A.D., 19 **62**.

Secretary of State.

1 ARTICLES OF INCORPORATION
2 OF
3 JOHNSON-BRYANT EQUIPMENT CO.
4

5 KNOW ALL MEN BY THESE PRESENTS: That we, WALTER C. BRYANT,
6 CHARLES A. JOHNSON, and LOYD A. JOHNSON, all of Weiser, Washington
7 County, Idaho, and all being citizens of the United States of
8 America, and all being of full age, do under and in pursuance of
9 the general incorporation laws of the State of Idaho, hereby
10 voluntarily associate ourselves together, and such other persons
11 as hereafter may become associated with us, into a body politic
12 and corporate, to carry on the business and for the purpose here-
13 inafter named:

14 I.

15 The name of this corporation shall be JOHNSON-BRYANT EQUIP-
16 MENT CO.

17 II.

18 The purposes for which this corporation is formed are as
19 follows, to-wit:

- 20 (a) To operate, carry on and engage in the business of
21 buying, selling, distributing, leasing, servicing,
22 repairing, and otherwise dealing in agricultural
23 implements, vehicles, materials, machinery and
24 equipment, and in implements, vehicles, materials,
25 machinery and equipment of inter-related and allied
26 lines.
- 27 (b) To operate, carry on and maintain a specialized and
28 general farming and ranching operation or oper-
29 ations, and to carry on such business in all its
30 inter-related or allied respects.
- 31 (c) To operate, carry on and maintain a general live-
32 stock business, including buying, selling, feeding,
producing and raising of livestock, and to carry on
such a business in all its inter-related or allied
aspects.
- (d) To operate, carry on and maintain the business of
buying, selling and servicing any and all types
of farm machinery and equipment, power tools, hand
tools, hardware, of any and all types, makes and
kinds of goods, wares and merchandise, and to carry
on such business with all of its inter-related or
allied aspects.

Articles of Incorporation

- 1 (e) To have and to use a corporate seal which may
2 be altered at pleasure.
- 3 (f) To receive, acquire, hold, purchase, dispose of,
4 convey, mortgage and/or lease, real and personal
5 property; to dispose of, sell, lease, assign,
6 transfer, mortgage and/or convey any rights,
7 privileges, franchises, real or personal property
8 of the corporation, other than its franchise
9 of being a corporation, and to acquire, purchase,
10 guarantee, hold, mortgage, own, vote, sell,
11 pledge and/or otherwise dispose of and deal in
12 shares, bonds, securities and debentures and
13 other evidences of indebtedness of other
14 corporations, domestic or foreign.
- 15 (g) To appoint such officers, employees and agents
16 as the business of the corporation may require
17 and to allow them compensation.
- 18 (h) To enter into contracts or obligations of any
19 kind or type essential, necessary or proper to
20 the transactions of its ordinary affairs or
21 for the purpose of the corporation.
- 22 (i) To conduct business in the State of Idaho or
23 other states and territories of the United
24 States and in foreign countries and to have
25 one or more offices and place of business in
26 or out of the State of Idaho and to acquire,
27 receive, hold, purchase, lease, mortgage,
28 dispose of and/or convey real and personal
29 property situate within or without the State
30 of Idaho.
- 31 (j) To apply for, acquire, hold, use, own, operate,
32 dispose of by sale, or otherwise, mortgage,
hypothesize, lease and/or sell and grant
licenses in respect of patents, trade marks,
trade names, inventions, improvements,
processes, copyrights and licenses therefor.
- (k) To execute, issue, negotiate promissory notes,
bills of exchange, bonds, debentures, negoti-
able instruments, securities and other oblig-
ations of this corporation and to secure any
of the same by pledge, mortgage, deeds of
trust or other hypothecation of any/or all of
the property of the corporation.
- (l) In connection with the carrying on of the
business of the corporation, to lend and
advance money, credit, property of the
corporation and to render aid by guarantee or
in any other manner gratuitously or on such
terms as may seem expedient on open account,
secured or unsecured, to any person, firm,
association or corporation.
- (m) To purchase, subscribe for or otherwise acquire,
own, manage, hold, use, operate, lease, mort-
gage, hypothecate, pledge, exchange, assign,
transfer, sell or otherwise dispose of immovable

1 and movable property of every kind and descrip-
2 tion, including shares of stock, bonds, inden-
3 tures, notes, evidences of indebtedness and
4 other securities, contracts or obligations of
5 this or any other corporation, association or
6 firm, and to pay therefor in whole or in part
7 in cash or by exchanging therefor stocks, bonds
8 or other evidence of indebtedness or securities
9 of this or any other corporation and to receive,
10 collect and dispose of the interest, dividends,
11 and income arising from such property and to
12 possess and exercise in respect thereof all the
13 rights, powers and privileges of ownership including
14 all voting powers of any stocks or other securities
15 so owned, controlled, managed or operated.

16 (n) Generally to do any and all things necessary or
17 proper in carrying on the business of the
18 corporation and to enter into, make, perform and
19 carry out contracts, leases and franchises of
20 every kind and nature relating to or connected
21 with the business or any phase thereof in which
22 the corporation may be or is from time to time
23 engaged upon and to do everything necessary,
24 proper or useful for the accomplishment of the
25 objectives and principles herein enumerated, or
26 necessary, proper or convenient to the benefit of
27 the corporation for the furtherance of its busi-
28 ness propositions.

29 (o) The foregoing clauses are to be considered as
30 objectives, purposes and powers and the enumera-
31 tion of specific powers shall not limit or re-
32 strict in any manner the powers of the corpora-
33 tion, it being the intention that the objectives
34 and powers specified in this or any other article
35 herein shall in nowise be limited or restricted
36 by reference to or by inference from the terms
37 of any other article or clause thereof, but the
38 same may be and is extended thereby.

39 III.

40 The principal place of the transaction of business of this
41 corporation and its post office address and registered office
42 shall be at Weiser, Washington County, Idaho, but the corporation
43 may establish and maintain such subordinate branch offices as
44 may hereafter be decided or determined on by the corporation, by
45 or through its Board of Directors, whether in the State of Idaho
46 or such other states or places as may from time to time be
47 determined.

48 IV.

49 That the period for which this corporation shall exist

1 shall be perpetually from and after the date of filing these
2 Articles of Incorporation.

3 V.

4 That the total authorized capital stock of this corporation
5 shall be ONE HUNDRED THOUSAND DOLLARS (\$100,000.00) divided into
6 ONE THOUSAND (1,000) shares of the par value of ONE HUNDRED DOLLARS
7 (\$100.00) each per share, all of equal classification, without
8 priority one over the other and fully paid and non-assessable.

9 VI.

10 The name and post office address of each of the incorpor-
11 ators and the number of shares subscribed by each subscriber and
12 the par value thereof is as follows:

13 <u>Name</u>	<u>P.O. Address</u>	<u>No. Shares</u>	<u>Par Value Per Share</u>
14 Walter C. Bryant	439 West 3rd Weiser, Idaho	1	\$100.00
15 Charles A. Johnson	Route 1, N.State St. Weiser, Idaho	1	\$100.00
16 Loyd A. Johnson	1328 West 4th Weiser, Idaho	1	\$100.00

17 VII.

18 The manner, time and place of holding the general annual
19 meeting, adjourned meetings and special meetings of the stock-
20 holders and of the directors of this corporation, and the method
21 of conducting the business of this corporation, shall be provided
22 by the By-Laws hereinafter to be adopted by this corporation.


23 IN WITNESS WHEREOF, the undersigned have hereunto set their
24 hands and seals this 29th day of October, 1962.

25
26
27 Loyd A. Johnson
28 Walter C. Bryant
29 Charles A. Johnson
30
31
32

1 STATE OF IDAHO)
2 County of Washington } ss

3 On this the 29th day of October, 1962, before me, the
4 undersigned, a Notary Public in and for said State, personally
5 appeared WALTER C. BRYANT, CHARLES A. JOHNSON and LOYD A. JOHNSON,
6 known to me to be the persons whose names are subscribed to the
7 foregoing instrument, and acknowledged to me that they executed
8 the same.

9 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
10 my official seal on the day and year in this certificate first
11 above written.

12 
13 Notary Public for said State
14 Residing at Weiser, Idaho
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