



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

TRIPLE T. RANCHES, INC.

was filed in the office of the Secretary of State on the **Thirteenth** day of **May,** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **123** 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

Twin Falls

in the County of

Twin Falls

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 **13th** day of **May,** A.D., 19 **63** .

Secretary of State.

ARTICLES OF INCORPORATION

OF

TRIPLE T RANCHES, INC.

KNOW ALL MEN BY THESE PRESENTS, That we the undersigned being natural persons of full age and at least 2/3 of them being citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, do hereby certify as follows:

I.

The name of the corporation is the Triple T. Ranches, Inc.

II.

The purposes for which said corporation is formed are: To conduct a general brokerage, agency, and commission business for others in the purchase, sale and management of real estate for others and the negotiation of loans thereon; to purchase and sell for others personal property; stocks, bonds, and notes, and to negotiate loans thereon for others; to act as trustee on deeds of trust for mortgages on real or personal property or any evidences of value to secure them, and to act as agents for letting houses, lands, and the collection of rents and the payments of taxes and to own or manage any personal property including livestock in connection with any of the properties owned by the corporation or managed by it.

III.

The corporation is to have perpetual existence.

IV.

The location and post office address of the registered office is P. O. Box 13, Twin Falls, Idaho.

V.

In furtherance and not limitation of the general powers conferred by the laws of the State of Idaho, and the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, viz.:

To purchase or otherwise acquire, own and hold unlimited such real and personal property of every kind and description within and without the State of Idaho, and in any part of the world, suitable, necessary, useful or advisable in connection with any or all of the objects hereinbefore or hereinafter set forth, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any such property.

The recitation of the foregoing particular powers shall not be deemed to be an exclusive list of the powers to be possessed by the corporation, but shall be deemed powers in addition to all other lawful powers not inconsistent therewith as shall be conferred upon this corporation by the statutes of the State of Idaho.

VI.

The number of the directors of the corporation shall be four, and each of them must be a shareholder of this corporation, owning at least one share of its capital stock.

VII.

There shall be one class of capital stock of this corporation and it shall be known as common stock. The amount of common stock is \$100,000.00 divided into 50,000 shares as the par value of \$2.00 per share, said stock to be non-assessable.

In case a stockholder desires to sell his share or shares of stock, he must first offer it for sale to the remaining

stockholders. Being the intention hereof to give them a preference to the purchase of the same and any attempted sale in violation of the provision is null and void. A stockholder desiring to sell his stock shall file notice in writing with the secretary of the corporation stating the terms of sale and unless his terms are accepted by any or all of the other stockholders within thirty days thereof, there shall be deemed to have waived their privilege of purchasing, and he be at liberty to sell to anyone else on the same terms that were offered to the other stockholders.

VIII.

The total number of shares actually subscribed to is four shares. The names of the subscribers and the number of shares respectively for which they have subscribed and the amount to be paid by them are as follows:

<u>NAME OF SUBSCRIBER AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT TO BE PAID</u>
James M. Toone Carey, Idaho	1	\$2.00
Spencer W. Toone Salt Lake City, Utah	1	2.00
O. A. Hatro Salt Lake City, Utah	1	2.00
J. Melvin Toone Carey, Idaho	1	2.00

IX.

The power to adopt, repeal and amend the by-laws of the corporation shall be in the majority of the directors.

X.

The number of the directors is four. The names and residences and addresses of the persons who will act as directors until the first meeting of their successors are as follows:

James M. Toone, Carey, Idaho; Spencer J. Toone, Salt Lake City, Utah; O. A. Tatro, Salt Lake City, Utah; and J. Kelvin Toone, Carey, Idaho.

XI.

Any other provisions consistent with the laws of the State of Idaho, regulating the corporation's business or the conduct of its affairs.

IN WITNESS WHEREOF, We have hereunto subscribed our names this 8th day of May, 1963.

James M. Toone
Spencer J. Toone
O. A. Tatro
J. Kelvin Toone

STATE OF IDAHO,)
) ss.
County of Twin Falls.)

On this 8th day of May, 1963, before me, the undersigned, a Notary Public for Idaho, personally appeared JAMES TOONE, SPENCER TOONE, O. A. TATRO AND J. KELVIN TOONE, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal the day and year in this certificate first above written.

W. L. Pope
Notary Public for Idaho
Residing at: