

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

ARNOLD WILLIAMS,

I, ~~JAS H. FOUNG~~, 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

MAYFAIR SHOP OF BURLEY, INC.

was filed in the office of the Secretary of State on the **twenty-ninth** day of **January,** A.D. One Thousand Nine Hundred **Fifty-Nine** and duly recorded on Film No. **105** 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 **Burley,** in the County of **Cassia.**

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 **29th** day of **January**, A.D., 19 **59**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
MAYFAIR SHOP OF BURLEY, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, each of whom is a citizen of the United States of America and of the State of Idaho, over the age of twenty-one years, have this day voluntarily associated ourselves together for the purpose of organizing and establishing a general business corporation under the provisions of the constitution and laws of the State of Idaho relative thereto.

Pursuant to our said purpose and intention, we do hereby certify and declare, as follows, to-wit:

ARTICLE I.

That the name of the said corporation shall be:
MAYFAIR SHOP OF BURLEY, INC.

ARTICLE II.

That the purposes for which the said corporation is formed are as follows, to-wit:

- A. To have succession by its corporate name perpetually.
- B. To sue and be sued, appear, complain and defend in any court of law or equity and before any administrative board, commission or agency as well as any and every judicial or quasi-judicial tribunal.
- C. To have and to use a corporate seal and to alter or change such seal at pleasure.
- D. To receive, acquire, purchase, hold, own, sell, dispose of, convey, mortgage, lease and let real estate,

personal property and mixed property of every kind and nature whatsoever; to dispose of, sell, lease, release, assign, transfer, encumber or convey any rights, privileges, franchises, real and personal property held by the corporation, except only its franchise of being a corporation; and to acquire, purchase, guarantee, hold mortgage on, vote, sell, pledge, or otherwise encumber, dispose of and deal in corporate shares, bonds, securities and debentures of any other corporation whatsoever, both domestic and foreign.

E. To appoint such officers, employees, agents, attorneys and representatives as the business of the corporation may from time to time require and to allow and pay compensation thereto.

F. To make and adopt by-laws not inconsistent with the statutes of the State of Idaho for the management and conduct of the business and property of the corporation and the regulation and control of its affairs, the certification and transfer of its stock, and to provide penalties for the breach of such by-laws not exceeding the sum of \$20.00 for any one breach thereof.

G. To issue shares and admit shareholders and to sell the shares of shareholders for payment of installments of the subscription price thereof.

H. To wind up and dissolve itself, or to be wound up and dissolved in the manner provided by law.

I. To enter into contracts and obligations of any and every type, character or nature whatsoever necessary or proper to the transaction of the business and affairs of the corporation, or for the accomplishment of any of its business and purposes as herein set forth and specified.

J. To conduct business within the State of Idaho and any and every other state of the United States, the territories or colonies thereof, and to have one or more offices and places of business within or without the State of Idaho.

K. To do and perform any and all acts authorized or permitted by the provisions of the constitution and laws of the State of Idaho relative to general business corporations and such as are necessary or proper for the accomplishment of its purposes.

L. To receive, acquire or hold, store, manufacture sell, exchange, transfer, encumber, import and export, and otherwise deal in clothing of all kinds for men, women and children, haberdashery, dry goods, fancy goods, cloths, stuffs, notions, clothing, accessories, trimmings, millinery, millinery goods, shoes and footwear, and all supplies, materials, findings, appliances and apparatus employed in or related to the storage, sale and distribution at wholesale and retail of such wares and merchandise.

M. To design, buy and sell, import and export and generally deal in, at wholesale and retail, ladies' dresses, shirtwaists, sweaters, skirts, suits, coats, cloaks, hosiery, gowns, undergarments, corsets, millinery, overcoats, footwear and every other kind of ladies' wearing apparel; to design, manufacture and sell custom made wear, apparel for women and children, and generally to conduct ladies' dressmaking and finishing stores or shops.

N. To receive, acquire, own, hold, store, sell, exchange, transfer, encumber, assign and otherwise deal in cosmetics of any and every kind, character and description whatsoever, including without limitation beauty preparations,

both medicated and non-medicated, baby preparations, beauty kits and any and all beauty accessories of each and every type and description now known or hereafter manufactured.

ARTICLE III.

That the said corporation shall have perpetual existence.

ARTICLE IV.

That the location and post office address of the registered office of the corporation in the State of Idaho is 136 West Thirteenth Street, Burley, Idaho.

ARTICLE V.

That the shares of stock of the said corporation shall have no par value and shall belong to a single class; that the authorized number of shares shall be five hundred (500).

ARTICLE VI.

That the name, post office address and number of shares subscribed by each of the incorporators is as follows, to-wit:

<u>Name</u>	<u>Post Office Address</u>	<u>Number of Shares</u>
Frank L. Cook	1898 Alturus Drive Twin Falls, Idaho	50 shares
Margaret V. C. Cook	1898 Alturus Drive Twin Falls, Idaho	50 shares
George H. Carmody	1835 Burton Avenue Burley, Idaho	50 shares
Rita C. Carmody	1835 Burton Avenue Burley, Idaho	50 shares

IN WITNESS WHEREOF, We have hereunto set our hands
and seals and executed these presents in triplicate this
27th day of January, 1959.

Frank L. Cook (SEAL)
Frank L. Cook

Margaret V. C. Cook (SEAL)
Margaret V. C. Cook

George H. Carmody (SEAL)
George H. Carmody

Rita C. Carmody (SEAL)
Rita C. Carmody

STATE OF IDAHO)
)
) ss.
County of Cassia)

On this 27th day of January in the year 1959,
before me, the undersigned, a Notary Public in and for said
State, personally appeared Frank L. Cook and Margaret V.
C. Cook and George H. Carmody and Rita C. Carmody, known
to me to be the persons whose names are subscribed to the
within instrument, and acknowledged to me that they executed
the same.

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

James E. Towne
Notary Public for Idaho,
residing at Burley, Idaho.