

# 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

**SMITH, MAYNARD & CO., INC.**

was filed in the office of the Secretary of State on the **Twenty-fourth** day  
of **March** A.D. One Thousand Nine Hundred **Sixty-five** and  
~~will be~~

~~/~~ duly recorded on ~~Film-No~~ **microfilm** 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

**Boise,**

in the County of

**Ada.**

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 **24th** day of **March**,  
A.D., **1965**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
SMITH, MAYNARD & CO., INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a bona fide resident and citizen of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I.

That the name of this corporation be  
SMITH, MAYNARD & CO., INC.

ARTICLE II.

The objects and purposes for which this corporation is formed are as principal, agent or otherwise to do in any part of the world each and every thing herein set forth to the same extent as natural persons might or could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have power:

(a) To establish, maintain, conduct and carry on a general insurance agency and insurance brokerage business.

(b) To construct, erect, operate and conduct offices and any other buildings or structures or improvements in anywise appertaining thereto.

(c) To enter into, make, perform and carry out contracts of every kind, amount and character

with any person, firm, association or corporation.

(d) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, real property of every kind and character, and each and every kind of personal property, debts, dues, and demands or choses of action, evidence of debts, bonds, stocks of corporations, both public and private.

(e) To borrow and lend money from any .to any person, firm, association, and to make, take and execute notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof, or by any other lawful manner or means, and to take and receive notes, bonds, mortgages, deeds of trust, or any evidence of indebtedness, for the use and benefit of said corporation, or otherwise.

(f) To own, hold, lease, or sublet, or to conduct on its own account, or for any person, firm, association or corporation, all and every kind of merchandise.

(g) To acquire, hold, use, sell, assign, lease, grant license in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this corporation.

(h) To purchase or otherwise acquire and own the corporate common and preferred stock and bonds of any other corporation, and also to purchase and acquire its own common

stock insofar as not contrary to the laws of the State of Idaho. \

(i) In addition to the said foregoing powers, also to have all authority, powers and rights granted by the laws of the State of Idaho, and particularly Section 30-114 Idaho Code, and any amendments thereof.

(j) In general to transact and do all such matters and things as are or shall be considered as conducive or incidental to each and every of the above purposes, and to conduct and carry on the business for which this corporation is organized alone or with others as co-partners or joint adventurers or otherwise, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation.

#### ARTICLE III.

The registered office of this corporation and the principal place for transaction of its business is hereby designated as Boise, Ada County, Idaho.

#### ARTICLE IV.

This corporation shall have perpetual existence.

#### ARTICLE V.

The number of directors of this corporation shall be not less than three (3) in number.

#### ARTICLE VI.

The amount of the capital stock of this corporation is Twenty-Five Thousand (\$25,000.00) Dollars, divided into Twenty-Five Hundred shares of common stock, each of the par

value of Ten (\$10.00) Dollars per share, and said stock shall be non-assessable.

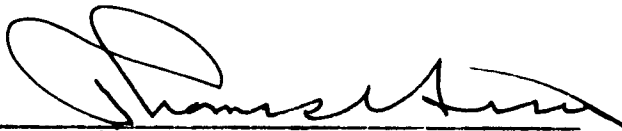
ARTICLE VII.


The amount of the capital stock actually subscribed is seventy (70) shares by the persons whose residences and the amount subscribed are herein set forth.

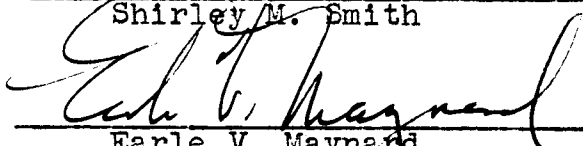
Thomas L. Smith,	1055 Park Hill Drive Boise, Idaho	30 shares
Shirley M. Smith,	1055 Park Hill Drive Boise, Idaho	10 shares
Earle V. Maynard,	311 California St. San Francisco, California,	30 shares

each of whom is of full age.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this \_\_\_\_ day of February, 1965.

  
\_\_\_\_\_  
Thomas L. Smith

  
\_\_\_\_\_  
Shirley M. Smith

  
\_\_\_\_\_  
Earle V. Maynard

STATE OF IDAHO )  
County of Ada ) ss.

On this 26th day of February, 1965, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared THOMAS L. SMITH and SHIRLEY M. SMITH, all known to me to be the persons whose names are subscribed to the within and attached Articles of Incorporation, and each for himself acknowledged to me that he 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.

Deloris W. Mansur  
Notary Public for Idaho  
Residing at Boise, Idaho

STATE OF CALIFORNIA )  
City and County of ) ss.  
San Francisco

On this 27 day of March, 1965, before me, the undersigned, a Notary Public in and for the State of California, personally appeared EARLE V. MAYNARD, known to me to be the person whose name is subscribed to the within and attached Articles of Incorporation, and he acknowledged to me that he 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.

Jerome F. Downs  
JEROME F. DOWNS  
My Commission Expires July 18, 1965

Notary Public for California  
Residing at San Francisco, Cal.