

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, J. D. (CY) PRICE, 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

WASHINGTON HOTEL CLUB, INC.

was filed in the office of the Secretary of State on the eighth day of April A.D. One Thousand Nine Hundred Forty-nine and duly recorded on Film No. 15 of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103, Idaho Code, Annotated.

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

fifty years 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 eighth day of April, in the year of our Lord one thousand nine hundred forty-nine, and of the Independence of the United States of America the One Hundred Seventy-third.



Secretary of State.

1 ARTICLES OF INCORPORATION OF
2 WASHINGTON HOTEL CLUB, INC.

3 KNOW ALL MEN BY THESE PRESENTS: That we, Charles A. Clapp of Weiser, Idaho,
4 Una A. Clapp of Weiser, Idaho, and John Panzer of Weiser, Idaho, desiring to
5 form a corporation under and by virtue of the laws of the State of Idaho, do
6 hereby associate ourselves together for said purpose and execute, acknowledge,
7 adopt and file the following Articles of Incorporation:
8

9 ARTICLE I.

10 The name of this corporation shall be "WASHINGTON HOTEL CLUB, INC."
11

12 ARTICLE II.

13 The names of the persons so hereby associating themselves together for the purposes
14 aforesaid are Charles A. Clapp of Weiser, Idaho, Una A. Clapp of Weiser, Idaho,
15 and John Panzer of Weiser, Idaho, each of whom is a resident and citizen of the
16 United States and a resident of the State of Idaho.

17 ARTICLE III.

18 The principal place of business and registered office of this corporation shall
19 be Weiser, Idaho.

20 ARTICLE IV.

21 That the general nature of the business to be transacted by this corporation and
22 objects and purposes for which this corporation is formed are as follows: To
23 operate in the building known as the Washington Hotel a club as defined by the
24 laws of the State of Idaho, wherein intoxicating liquors and beer and soft drinks
25 may be lawfully offered for sale as provided by the existing laws of the State
26 of Idaho and any amendments thereto which may hereafter be adopted; To acquire
27 such property and employ such help as may be necessary for the operation of said
28 club; To borrow money and issue as evidence thereof the notes of said corporation
29 and secure the payment thereof, if desired, by the execution of mortgages and/or
30 chattel mortgages; To do any and all acts hereinbefore set forth and such other
31 acts and deeds as may be necessary and expedient in the operation of the business
32 so to be conducted by this corporation as hereinbefore set forth and for the
 accomplishment of the purposes for which this corporation is formed.

1 ARTICLE V.

2 The authorized capital stock of this corporation shall be Ten Thousand Dollars
3 (\$10,000.00), divided into one hundred (100) shares of the par value of One
4 Hundred Dollars (\$100.00) per share, and said stock shall be non-assessable and
5 all certificates of stock issued to any purchaser of stock of this corporation
6 shall have printed thereon the following words: "This stock is fully paid up
7 and is non-assessable."

8 ARTICLE VI.

9 That of the capital stock of this corporation there has been subscribed One
10 Hundred (100) shares of the total par value of Ten Thousand Dollars (\$10,000.00)
11 by the following named persons and in the amounts set opposite their respective
12 names:

13	14 <u>NAME</u>	15 <u>NUMBER OF SHARES</u>	16 <u>PAR VALUE</u>
15	Charles A. Clapp	50	
16	Una A. Clapp	49	\$5000.00
17	John Vanzer	1	\$4900.00
			\$ 100.00

18 ARTICLE VII.

19 That the government and management of the business of this corporation shall be
20 vested in a board of three directors and that Charles A. Clapp, Una A. Clapp
21 and John Vanzer shall be and constitute the first Board of Directors of this
22 corporation and shall hold their offices as such until their successors are
23 elected and qualified.

24 ARTICLE VIII.

25 The Directors, as well as the stockholders, shall have power to make such pruden-
26 tial by-laws as they may deem proper for the management of the corporation, not
27 inconsistent with the general by-laws of the corporation, and power is hereby
28 conferred upon the Board of Directors by a two-thirds vote of said Directors to
29 repeal and/or amend the general by-laws of the corporation and to adopt new
30 general by-laws.

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ARTICLE IX.

That the time of commencement of this corporation shall be the day on which a copy of these Articles of Incorporation is filed in the office of the Secretary of State of the State of Idaho, and this corporation shall continue for the term of fifty (50) years thereafter.

IN WITNESS WHEREOF, The said parties have hereunto set their hands and seals, this 7th day of April, 1949.

Charles A. Clapp SEAL

Una A. Clapp SEAL

John S. Tanzer SEAL

STATE OF IDAHO)
County of Washington) ss.

On this 7th day of April, 1949, before me, the undersigned, a Notary Public in and for said State, personally appeared Charles A. Clapp, Una A. Clapp, and John Tanzer, 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 set my hand and affixed my notarial seal the day and year above written.

James B. Donart
Notary Public
Residing at Weiser, Idaho.
My Commission Expires:

April 8, 1949

The persons hereby associating themselves together for the purposes aforesaid are of full legal age.

Charles A. Clapp

State of Idaho)
County of Ada ()

On this 8th day of April, 1949, before me, Elizabeth R. Williams, a Notary Public in and for said State, personally appeared Charles A. Clapp, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year above written.

Elizabeth R. Williams
Notary Public for Idaho
Residing At Boise, Idaho

MY COMMISSION EXPIRES

5/23/51

