



CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

MORGAN-FRANK REAL ESTATE AND INSURANCE COMPANY, INC.

was filed in the office of the Secretary of State on the **27th** day
of **February** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **101** 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

Pocatello

in the County of

Bannock

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 **27th** day of **February** ,
A.D., 19**58** .

Secretary of State.

ARTICLES OF INCORPORATION

OF

MORGAN-FRANK REAL ESTATE & INSURANCE COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are bonafide residents and citizens of the United States of America, and of legal age, having this day voluntarily associated ourselves together for the purposes of forming a Corporation under the Laws of the State of Idaho, DO HEREBY CERTIFY:

I.

That the name of the Corporation shall be: Morgan-Frank Real Estate and Insurance Company, Inc.

II.

That the duration of time for which this corporation shall exist is to be perpetual.

III.

The location and Post Office Address of its regular office in this State is, 215 North Main Street, Pocatello, Blaine County, Idaho.

IV.

Without in any way limiting the power granted by the Laws of the State of Idaho, the purposes for which this Corporation is formed are as follows:

- a. To engage in buying, selling and improving lands and tenements; the loaning of money for itself and as agent for others, upon mortgages or other securities, and the purchasing and selling of lands, and of money obligations, secured upon real or personal property; the buying, working, selling, and dealing in mineral lands and other lands; the acquiring, holding, selling, hypothecating, assigning, transferring, and conveying of its own obligations, or the obligations of any persons or other corporation, and collection, foreclosing, compounding, compromising, releasing, satisfying, and discharging the same of record; the buying, owning, and improving of real estate by erecting buildings and other structures thereon and leasing and cultivating the same; the borrowing of money and

executing mortgages or deeds of trust upon real estate or personal property as security therefor; the borrowing of money and the executing and issuing of Promissory notes, bills of exchange, bonds, debentures, or other negotiable or transferrable instruments; the doing of any or all of said acts either on its own behalf or as agent for others; and the doing of any and all acts necessary for the carrying out of the powers above enumerated.

b. To buy or otherwise acquire, manage or control real and personal property of every description whatsoever, including its own stock, and stock in any other corporations and to sue, convey, mortgage, pledge, hypothecate, lease or otherwise handle and dispose of such properties or any part thereof.

c. To borrow money, issue bonds, debentures, and other obligations of the corporation and to secure the same by mortgage or deed of trust or otherwise on any or all of the real estate or personal property of the corporation, and to carry on any other lawful business which may seem to the Board of Directors capable of being conveniently carried on in connection with the above purposes or calculated, directly or indirectly, to enhance the value of or render profitable any of the property of the corporation or rights therein.

V.

The amount of capital stock shall be \$25,000.00 to consist of 250 shares of common stock of the par value of \$100.00 per share.

VI.

The business of the Corporation shall be managed by a Board of Directors consisting of at least three members, the qualifications, terms of office, manner of election, time, place, and manner of calling meetings and the powers and duties of the Directors and Officers shall be prescribed by the By-Laws.

VII.

The names and address's and number of shares of the Incorporators herein are as follows:

| Name | Address | No. of shares |
|-----------------|--------------------------------------|---------------|
| Harry W. Morgan | 47 Riverside Drive, Pocatello, Ida | 50 |
| P. W. Frank | 1300 Yellowstone Ave. Pocatello, Ida | 50 |
| D. C. Strunk | 366 Jefferson Ave. Pocatello, Ida. | 1 |

IN WITNESS WHEREOF, the said Incorporators have hereunto set
their hands and seals this 26th day of February, 1958.

Robert W. Bennett

P. W. Frank

D. C. Strunk

STATE OF IDAHO)
) ss.
COUNTY OF BANNOCK)

On this 26th day of February, 1958, before me, the under-
signed, a Notary Public in and for said County and State, personally
appeared HARVEY MORGAN, P. W. FRANK and D. C. STRUNK, known to me to
be the persons who signed the above and foregoing ARTICLES OF INCOR-
PORATION 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 hereinabove written.

Robert W. Bennett

ROBERT W. BENNETT
NOTARY PUBLIC FOR THE STATE OF IDAHO.
RESIDENCE: POCAHELLO, IDAHO.

(SEAL)

PAGE THREE