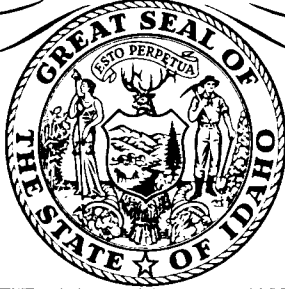


# State of Idaho



## 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

#### JOYCE CORPORATION

was filed in the office of the Secretary of State on the **Fifth** day of **March** A.D. One Thousand Nine Hundred **Sixty-five** and **will be** / duly recorded on ~~Film~~ **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 **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 **5th** day of **March**, A.D., 1965 .

Secretary of State.

ARTICLES OF INCORPORATION

OF

JOYCE CORPORATION

KNOW ALL MEN BY THESE PRESENTS That we, the undersigned, all of whom are bona fide residents and citizens of the United States of America, of legal age and the majority of whom are bona fide residents of the State of Idaho, 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:

I.

The name of the corporation shall be Joyce Corporation.

II.

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

III.

The location and P. O. Address of its registered officers in this state is Room 307 Spaulding Building, Pocatello, Bannock County, State of Idaho.

IV.

Without in any way limiting the powers granted by the laws of the State of Idaho, the purpose for which said corporation is formed is as follows, to-wit:

To carry on any or all business as manufacturers, producers, merchants, wholesale and retail, importers and exporters, generally, without limitation as to class of products and merchandise, and to manufacture, produce, adapt, prepare, buy, sell, and otherwise deal in any materials, articles or goods required in connection with or incidental to the manufacturer, production and dealing of such products.

To acquire, purchase, hold, use, lease, mortgage, sell, assign, or otherwise dispose of any and all formula, processes, trademarks, tradenames, inventions, patents, patent rights, letters patented of the United States or of any foreign country or licenses granted for the use of any of the same, and to grant, licenses, privileges, rights or concessions thereunder.

To buy or otherwise acquire, own, manage and control real and personal property of every description including its own stock and the stock of any other corporations and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof.

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 and 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 or render profitable any of the corporation's property or rights.

V.

The amount of capital stock shall be \$25,000.00 to consist of 25,000 shares of the par value of \$1.00 per share.

VI.

The business of this corporation shall be managed by a Board of Directors consisting of at least three members. The qualifications, terms of office, manner of election, the time and place and manner of Call of Meetings and the powers and duties of the Directors shall be prescribed by the by-laws. The name and P. O. Addresses of the Directors until the first annual meeting of the stockholders are as follows:

NAME	ADDRESS
A. R. Spaulding	307 Spaulding Building, Pocatello, Idaho
J. L. Peterson	1150 First Street Idaho Falls, Idaho
C. N. Layne	1307 Elmwood Circle Twin Falls, Idaho

VII.

The names and addresses of each subscriber of this certificate of incorporation and the number of shares he wishes to take are as follows:

NAME	NUMBER OF SHARES	ADDRESS
A. R. Spaulding	1	Pocatello, Idaho
J. L. Peterson	1	Idaho Falls, Idaho
C. N. Layne	1	Twin Falls, Idaho

IN WITNESS WHEREOF, the said incorporators have set their hands and seals this 24th day of February, 1965.

*J. L. Peterson*  
*A. R. Spaulding*  
*C. N. Layne*

STATE OF IDAHO )  
 ) ss  
 COUNTY OF BANNOCK )

On this 24th day of February, 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared A. R. Spaulding, J. L. Peterson, and C. N. Layne, known to me to be the persons whose names are subscribed to the above and foregoing 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.

*[Signature]*  
 Notary Public State of Idaho  
 Residence: Pocatello, Idaho