



## 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

**CHILLA-VILLA, INC.**

was filed in the office of the Secretary of State on the **Fourteenth** day  
of **July**, 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 **an**  
**unlimited period** from the date hereof, with its registered office in this State located at  
**Nampa** in the County of **Canyon.**

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 **14th** day of **July**,  
A.D., 19 **65**.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 10
- 11
- 12
- 13
- 14
- 15
- 16
- 17
- 18
- 19
- 20
- 21
- 22
- 23
- 24
- 25
- 26
- 27
- 28
- 29
- 30
- 31
- 32

5  
6  
7  
8  
9

10

11

12  
13  
14  
15  
16  
17  
18  
19  
20

21

22

23  
24  
25  
26  
27

28

29

30

31

1           (6) To engage in any activity or to do anything with the objects and  
2 purposes hereinbefore mentioned that may be necessary or proper to accomp-  
3 lish successfully or promote the said objects and purposes. The foregoing  
4 clauses, by reason of the specific enumeration of powers shall not be held to  
5 restrict the power of the corporation to do any of the things within the purview  
6 of its general powers.

7           (7) To have succession by its corporate name so long as this  
8 corporation may exist.

9           III. That the duration of the corporation is unlimited.

10          IV. The location and post office address of the registered office of  
11 the corporation in the State of Idaho is Route #3, Nampa, Idaho.

12          V. That the board of Directors shall consist of five (5) directors,  
13 three of whom must be a shareholder in this corporation and that said directors  
14 shall be elected for a term of one (1) year.

15          VI. The total authorized number of no-par value shares is One  
16             Fifty  
Hundred/(150) shares of common stock and such shares shall be non-  
17 assessable.

18          VII. At every meeting of the shareholders, every holder of the common  
19 stock of the corporation shall be entitled to one vote for each share of common  
20 stock standing in his name on the books of the corporation. At each election  
21 of directors, every holder of the common stock of the corporation shall have  
22 the right to vote, in person or by proxy, the number of shares owned by him  
23 for as many persons as there are directors to be elected and for whose  
24 election he has a right to vote or to cumulate his votes by giving one candidate  
25 as many votes as the number of such directors multiplied by the number of  
26 his shares shall equal, or by distributing such votes on the same principle  
27 among any number of such candidates.

28          VIII. The name and post office address of each of the incorporators  
29 and the number of common stock shares for which each subscribes is as  
30 follows:

31	<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
32	Kenneth R. Sadler	1720 Amity Avenue Nampa, Idaho	One

	<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
1			
2	Jeannine E. Sadler	1720 Amity Avenue	One
3		Nampa, Idaho	
4	Ethel Rife	312 Crescent Drive	One
5		Caldwell, Idaho	

IN WITNESS WHEREOF, We, the undersigned, being each of the original subscribers to the capital stock hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the Corporation Laws of the State of Idaho, do make and file these articles, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly have hereunto set our hands and seals this 30<sup>th</sup> day of June, 1965.

Kenneth R. Sadler  
Kenneth R. Sadler

Jeannine E. Sadler  
Jeannine E. Sadler

Ethel Rife  
Ethel Rife

STATE OF IDAHO )

ss.

County of Canyon )

On this 30<sup>th</sup> day of June, 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared Kenneth R. Sadler, Jeannine E. Sadler and Ethel Rife, 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 official seal the day and year in this certificate first above written.

Wm J. Brauner  
Notary Public for Idaho  
Residing at Caldwell, Idaho