

# State of Idaho

## Department of State

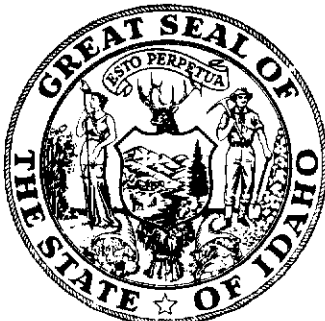
### CERTIFICATE OF INCORPORATION OF

B & S LAWN CARE, INC.  
File number C 118508

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 3, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

# ARTICLES OF INCORPORATION

OF

**B & S LAWN CARE, INC.**

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5B, do hereby certify as follows:

I.

The name of the corporation is B & S Lawn Care, Inc.

II.

The purposes for which said corporation is formed are:

1. To conduct the business of landscape gardening and lawn care, including but not limited to:

a. Planning gardens, parks, lawns, terraces, driveways, walks, tree, shrub and flower planting, and removal of same, for residential, commercial and industrial property.

b. To mow, rake, trim, aerate, weed and fertilize any and all lawns and gardens on contract.

c. To contract for, install, maintain and winterize sprinkler systems for lawns and gardens.

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2. To remove snow on residential, commercial and industrial properties by snow blade or snow blower and to make contracts for such removal.
3. To purchase and acquire all necessary equipment and supplies to accomplish the foregoing.
4. To purchase and acquire real property, develop and improve same.
5. In general, to do any and all things necessary and incidental to conducting a landscaping, lawn care and snow removal business.

### III.

This corporation shall have the power, authority and capacity as follows:

- (a) It shall have capacity to act possessed by natural persons, but it shall have authority to perform only such acts as are necessary or proper to accomplish its purposes and which are not repugnant to law;
- (b) Without limiting or enlarging the grant of authority contained in subdivision 1, Section 30-114, Idaho Code, it is hereby provided that such corporation shall have authority:
  1. To have succession by its corporate name for the time stated in its articles of incorporation, and when no period is limited, perpetually;
  2. To sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;
  3. To have and use a corporate seal which may be altered at pleasure;

4. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

5. To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation;

6. To make by-laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock, and optionally to provide penalties for the breach thereof not exceeding twenty dollars for any one offense.

7. To issue shares and admit shareholders, and to sell their shares for the payment of assessments or installments;

8. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation.

9. To conduct business in this state and to acquire, receive, hold,

**purchase, lease, mortgage, dispose of and/or convey real and personal property situate out of this state, provided such powers are included within the objects set forth in its articles of incorporation.**

**10. To do all acts as are necessary and expedient to accomplish its stated purposes.**

**IV.**

**The corporation is to have perpetual existence.**

**V.**

**The location and post office address of the registered office of the corporation is 237 N. 15th, Pocatello, Bannock County, Idaho.**

**VI.**

**The capital stock of the corporation shall be \$20,000.00, divided into 200 shares of common stock of the par value of \$100.00 each.**

**VII.**

**The registered agent of the corporation is Scott J. Reed. His address is 237 N. 15th, Pocatello, Idaho 83201**

**VIII.**

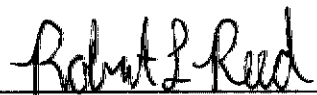
**The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:**

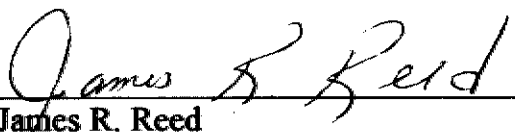
<b>Scott J. Reed</b>	<b>237 N. 15th, Pocatello, Idaho 83201</b>	<b>1 share</b>
<b>Robert L. Reed</b>	<b>5155 Yellowstone, Chubbuck, Idaho 83202</b>	<b>1 share</b>
<b>James R. Reed</b>	<b>1606 E. Fremont, Pocatello, Idaho 83201</b>	<b>1 share</b>

The above-named incorporators also comprise the Board of Directors of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 26 day of  
February, 1997.


  
\_\_\_\_\_  
Scott J. Reed

  
\_\_\_\_\_  
Robert L. Reed

  
\_\_\_\_\_  
James R. Reed

STATE OF IDAHO       )  
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County of Bannock    )

On this 26<sup>th</sup> day of February, 1997, before me, the undersigned, a Notary  
Public in and for said State, personally appeared Scott J. Reed, Robert L. Reed and James  
R. Reed, known to me to be the persons whose names are subscribed to the within  
instrument and acknowledged to me that they executed the same.

  
\_\_\_\_\_  
NOTARY PUBLIC FOR IDAHO  
Residing at Pocatello, Idaho  
My Commission Expires: 1-15-99