



**Department of State.**

**CERTIFICATE OF INCORPORATION**

*I, IRA H. MASTERS, 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*

**PULLMAN BRICK COMPANY**

*was filed in the office of the Secretary of State on the* **Thirtieth** *day*  
*of* **November** *A.D. One Thousand Nine Hundred* **Fifty-three** *and*  
*duly recorded on Film No.* **83** *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*

**Boise**

*in the County of*

**Ada**

*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*

**30th** *day of* **November,**

*A.D., 19* **53** *.*

*Secretary of State.*

ARTICLES OF INCORPORATION

OF

PULLMAN BRICK COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, citizens of the United States and of the State of Idaho, over the age of twenty-one years, do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby make, sign, acknowledge, file, and adopt for that purpose the following Articles of Incorporation, and do hereby declare:

ARTICLE I

That the name of this corporation shall be PULLMAN BRICK COMPANY.

ARTICLE II

That the term of existence of this corporation shall be perpetual.

ARTICLE III

That the registered office of this corporation in the State of Idaho shall be located in the County of Ada, State of Idaho, and the Post Office address of such registered office shall be Route No. 5 , Boise, Idaho, until the Directors designate a different registered office and Post Office address.

ARTICLE IV

That this corporation is formed for the purpose of acquiring ownership of and the operation and conduct of a

brick plant for the purpose of making, manufacturing and selling, or otherwise disposing of brick and similar products and in general but not in limitation of its power:

1. To hold, own, sell, lease, and acquire by purchase or otherwise, own, hold, manage, lease, sell and convey such real and personal property and erect or construct such buildings or other structures as may be necessary or incident to the carrying out of any of the purposes herein mentioned. To borrow money for the furtherance of such purposes, and to secure the same by obligations, pledges, mortgages, or the issuance of bonds or debentures secured by pledges, deeds of trust, or mortgages upon the whole or any part of its property. To take and receive donations of real and personal property by gift, grant, devise, or bequest.

2. To grant, purchase, hold and sell patent rights for inventions and designs, with the right to issue licenses for the same, and to receive payment therefore. To apply for, obtain and register or otherwise acquire and hold, own, use, operate, and to sell, assign, or otherwise dispose of any trade marks, trade names, patents, inventions, improvements, and processes used in connection with or secured under letters patent of the United States of America or elsewhere.

3. To purchase, own, hold, sell, or otherwise deal in building materials or equipment of every kind and nature, and other equipment and personal property of every kind and nature, to operate retail or wholesale stores or other outlets for its products and to do any other things incident to any purpose herein set forth.

4. To purchase the goodwill, business, and other property of any individual, partnership or corporation as a going concern, and to assume all of its debts, contracts and obligations providing said business is authorized by the power contained herein.

5. To act as trustees, receiver, liquidators, managers, brokers or referees, or in other stations of trust or confidence in respect to the establishment of corporations or associations to acquire, prosecute and execute undertakings, businesses, and enterprises of the same general type as herein provided for in Idaho and elsewhere.

6. To purchase, hold, sell, assign, transfer, mortgage, or otherwise dispose of shares of the capital stock of any other corporation or corporations, association or associations of the State of Idaho or any other State, Territory, or Country, and while owner of such stock to exercise all of the rights, powers and privileges of ownership, including the right to vote thereon.

#### ARTICLE V

The capital stock of this corporation shall be \$25,000.00, divided into 2500 shares of the par value of \$10.00 per share, and all of said stock shall be non-assessable common stock with equal voting and other rights and privileges.

#### ARTICLE VI

The Board of Directors of this corporation shall consist of at least three and not more than five members, the number to be designated by the By-Laws consistent with this Article, and all of the powers of this corporation are hereby conferred

upon such Board insofar as such powers may be lawfully vested in and exercised by such Board of Directors.

#### ARTICLE VII

There shall be the following officers elected annually, whose powers, duties and general authority shall be designated and granted by the By-Laws of this corporation:

- (a) President
- (b) Vice President
- (c) Secretary
- (d) Treasurer

None of said officers except the President need to be a Director, but a Vice President who is not a Director cannot succeed to, or fill the office of President. The offices of Secretary and Treasurer may be combined in one person.

Such other officers and agents as may be necessary for the business of this corporation may be appointed by the Board of Directors in the manner provided by the By-Laws.

#### ARTICLE VIII

The amount of capital stock actually subscribed is four shares, which have been subscribed at their par value, and the following are the names and residences of each of the incorporators by whom said stock has been subscribed:

NAME	RESIDENCE	NO. OF SHARES	AMOUNT
Joe Pullman	Burley, Idaho	1	\$10.00
Roy J. Pullman	Boise, Idaho, Route 5	1	\$10.00
George Pullman	Boise, Idaho " "	1	\$10.00
H. L. Pullman	Idaho Falls, Idaho	1	\$10.00

#### ARTICLE IX

The Directors of the corporation have power in their discretion to reserve from the profits each year such amount thereof as they may deem necessary and advisable for the

purpose of establishing a reserve fund to be used as working capital in the business of the corporation, and they may employ and use such fund for the purpose of extending the business operations of the corporation or to purchase its own stock, or to purchase stock, bonds, and other obligations of other corporations which it is authorized by law to purchase.

#### ARTICLE X

No contract or transaction entered into by the corporation shall be affected by the fact that a Director or Officer of the corporation was personally interested in it, if at the meeting of the Board of Directors making, authorizing, or confirming such contract or transaction the interested Director disclosed his interest therein and refrains from voting on such contract or transaction, and such contract or transaction is adopted or ratified by a majority of a quorum of Directors present.

#### ARTICLE XI

This corporation shall have power to conduct business in any State or foreign country, and to maintain offices therein, subject to the laws of such jurisdiction.

We the undersigned, being all of the original subscribers to the capital stock of this corporation do hereby adopt and file these Articles of Incorporation in accordance with the laws of the State of Idaho, and do hereby certify that the facts therein set forth are true, and do respectively agree each to take the number of shares of stock hereinabove set forth opposite our respective names.

IN WITNESS WHEREOF, We have hereunto set our hands and seals to this instrument, which is executed in triplicate,

this 14<sup>th</sup> day of June, 1953.

Joe Pullman (SEAL)  
Roy J Pullman (SEAL)  
George Pullman (SEAL)  
R J Pullman (SEAL)

STATE OF IDAHO,     }  
COUNTY OF ADA,    }   ss.

On this 14<sup>th</sup> day of June, 1953, before me, the undersigned, a Notary Public in and for said State, personally appeared ROY J. PULLMAN and GEORGE PULLMAN, known to me to be two of the persons whose names are subscribed to the within 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.

Island E. Salzman  
Notary Public for Idaho.  
Residing at Boise, Idaho.

STATE OF IDAHO,     }  
COUNTY OF ADA     }   ss.

On this 14<sup>th</sup> day of June, 1953, before me, the undersigned, a Notary Public in and for said State, personally appeared JOE PULLMAN, known to me to be one of the persons whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Island E. Salzman  
Notary Public for Idaho.  
Residing at

STATE OF IDAHO,        }  
COUNTY OF ADA        } ss.

On this 14<sup>th</sup> day of June, 1953, before me, the undersigned, a Notary Public in and for said State, personally appeared H. L. PULLMAN, known to me to be one of the persons whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Island E. Bateman  
Notary Public for Idaho.  
Residing at