

State of Idaho



Department of State.

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

LINDSAY OF MAGIC VALLEY CO.

was filed in the office of the Secretary of State on the 19th day
of November A.D. One Thousand Nine Hundred Fifty-eight and
duly recorded on Film No. 104 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
50 years existence from the date hereof, with its registered office in this State located at
Twin Falls in the County of Twin Falls

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 19th day of November,
A.D., 1958.

Secretary of State.

ARTICLES OF INCORPORATION
OF
LINDSAY OF MAGIC VALLEY CO.

KNOW ALL MEN BY THESE PRESENTS:

all being full-age citizens of the United States,
That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt articles of incorporation as follows:

ARTICLE I.

The name of the proposed corporation is LINDSAY OF MAGIC VALLEY CO.

ARTICLE II.

The names, residences and post office addresses of the corporators are as follows:

| <u>NAME</u> | <u>RESIDENCE</u> | <u>P. O. ADDRESS</u> |
|---------------------|-------------------------------------------|----------------------|
| Elwood K. Whitehead | Falls Avenue West Twin Falls, Idaho | Twin Falls, Idaho |
| J. P. Smith | 285 Martin Twin Falls, Idaho | Twin Falls, Idaho |
| Melvin Whitehead | 336 Sixth Ave. North Twin Falls, Idaho | Twin Falls, Idaho |

ARTICLE III.

The principal place of business of this corporation shall be in the County of Twin Falls, State of Idaho.

ARTICLE IV.

The nature of the business of the corporation and the objects or purposes proposed to be transacted, promoted, or carried on by it, are as follows, to-wit:

- a. To engage in buying, selling, manufacturing, leasing, renting, repairing, servicing of water softeners and other devices in the treatment of water.
- b. To engage in the buying and selling and manufacturing of plumbing supplies of every kind, nature, and description, both domestic and industrial, and in the buying and selling of all building supplies and equipment of any kind,

nature, or description whatsoever.

- c. To buy, sell, lease, rent, prepare, service, treat, experiment, invent, patent, manufacture, and generally deal in and with chemicals, chemical compounds, chemical preparations, secret processes, and mixtures of any and all kinds to be used in plumbing or any other kind of business.
- d. To engage in the carrying on of a general business of manufacturing and selling of electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, designing, maintenance, repairing, and conversion of electrical and mechanical products.
- e. To purchase, lease, or otherwise acquire such grounds, real estate, and buildings as this corporation may need for storage, warehousing, office, factory space, or for any other purpose in carrying on this purpose.
- f. To do all things incidental to and necessary for the carrying on of a rental, sales, and service business in water softeners, including the financing and monetary transactions incidental thereto.

ARTICLE V.

The authorized amount of capital stock of this corporation shall be Five Thousand and no/100 (\$5,000.00) Dollars, divided into Five Thousand (5,000) shares having a par value of One and no/100 (\$1.00) Dollar each. Said capital stock shall be paid in at such times and upon such conditions as the Board of Directors may by resolution direct, either in cash, or by services rendered to the corporation, or by real or personal property transferred to it. Shares of stock when issued in exchange for services or property pursuant to a resolution of the Board of Directors shall thereupon become and be fully paid up the same as though paid for in cash at par, and shall be nonassessable forever, and the determination of the Board of Directors as to the value of any

property or services received by the corporation in exchange for stock shall be conclusive.

ARTICLE VI.

The time of the commencement of this corporation shall be the date of the issuance to it of a certificate of incorporation by the Secretary of State of the State of Idaho, and the time of its termination shall be fifty (50) years from and after said date, with the privilege of renewal in the manner provided by law.

ARTICLE VII.

The affairs of this corporation shall be conducted by a board of three (3) directors who shall be stockholders of the corporation, and by such officers as the said Board of Directors may from time to time elect or appoint. Said directors shall be elected annually by the stockholders at the meeting held on the first Monday of January of each year, provided, however, that if that day shall be a holiday, then the following day; and shall hold office until their successors are elected and have qualified. Until the first have qualified, the following named persons shall serve as directors of this corporation, to-wit:

| <u>NAME</u> | <u>OFFICE</u> | <u>NO. OF SHARES</u> |
|---------------------|---------------------|----------------------|
| Elwood K. Whitehead | President | 4,998 |
| J. P. Smith | Vice-President | 1 |
| Melvin Whitehead | Secretary-Treasurer | 1 |

ARTICLE VIII.

The private property of the stockholders of this corporation shall be exempt from liability for its debts and obligations.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 18th day of November, 1958.

Elwood K. Whitehead

J. P. Smith

Melvin Whitehead

STATE OF IDAHO)
 : ss.
County of Twin Falls)

On this 18th day of November, 1958, before me, the undersigned, personally appeared ELWOOD K. WHITEHEAD, J. P. SMITH, and MELVIN WHITEHEAD, known to me to be the persons whose signatures 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.

Robert C. Seaton
Notary Public for Idaho
Residing at Twin Falls, Idaho.