



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

P B & B INC.

was filed in the office of the Secretary of State on the **twenty-fourth** day of **January** A.D., One Thousand Nine Hundred **seventy-seven** and ~~will be microfilmed~~ ~~and recorded~~ on Film No. _____ 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 **St. Maries** in the County of **Benewah**

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 **24th** day of **January**, A.D., 19 **77**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

P B & B INC.

We, the undersigned, being three or more natural persons of full age, at least two-thirds of whom are citizens of the United States or of its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a business corporation under the laws of the State of Idaho, and to that end hereby adopt articles of incorporation as follows:

ARTICLE I.

The name of this corporation shall be P B & B INC.

ARTICLE II.

The purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To acquire by purchase, lease, or otherwise and to improve and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

(b) To acquire by purchase, exchange, lease, or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, create security interests in, pledge, or otherwise dispose of or deal in and with, real and personal property of every class or description and rights and privileges therein wheresoever situate.

(c) From time to time to provide and carry out and to recall, abolish, revise, amend, alter, or change a plan or plans for the participation by all or any of the employees, including directors and officers of this Corporation or of any corporation in which or in the welfare of which the Corporation has any interest, and those

actively engaged in the conduct of this Corporation's business, in the profits of this Corporation or of any branch or division thereof, as part of this Corporation's legitimate expenses, and for the furnishing to such employees and persons or any of them, at this Corporation's expense, of medical services, insurance against accident, sickness, or death, pensions during old age, disability, or unemployment, education, housing, social services, recreation, or other similar aids for their relief or general welfare, in such manner and upon such terms and conditions as may be determined by the Board of Directors.

To carry on any other business or trade directly or indirectly related to or compatible with the above businesses.

(d) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, stocks, debentures, notes and other securities and obligations of this corporation.

(e) To borrow money and give security therefore.

(f) To enter into, make, perform and carry out contracts of every kind for any lawful purposes pertaining to its business, with any individual, entity, firm, association, or corporation, or with any governmental, municipal, or public authority, domestic or foreign.

(g) To do everything necessary, proper, convenient, or incidental to the accomplishment of the purposes and objects of this corporation, or which is calculated directly or indirectly to promote the welfare or interests of the corporation or enhance the value or render profitable any of its property or rights.

(h) To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, assign, transfer, lease, exchange, hire, convey, mortgage, pledge or otherwise dispose of or deal in lands and leaseholds and any interest, estate and rights in real property and any person or mixed property, and any franchises, rights, licenses or privileges.

(i) In connection with or in furtherance of any of the business of the Corporation, to make and enter into any guaranty or agreement of suretyship respecting the payment and/or performance of bonds, mortgages, debentures and other securities, contracts, obligations, interest, dividends, rents, earnings, profits, premiums, credits, payments or transfers of property of any kind.

(j) To carry on all or any part of the foregoing objects as principal or agent, or in connection or conjunction with any person, firm, trust, corporation or other organization and in any part of the world, and in general to do any and all things and carry on any business incident to the foregoing, and to exercise all the powers conferred upon the Corporation by the laws of the State of Idaho or any other law that may be now or hereafter applicable to the Corporation, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(k) In general, to do any and all things and exercise any and all powers, which may now or hereafter be lawful for the Corporation to do or exercise under and in pursuance of the laws of the State of Idaho or any other laws that may now or hereafter be applicable to the Corporation.

(l) The foregoing clauses shall be construed both as objects and powers and as in furtherance of and not in limitation of the general powers conferred by the State of Idaho; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE III.

This Corporation shall have a perpetual existence.

ARTICLE IV.

The location and post office address of the registered office and principal place of business of this Corporation shall be 209 14th Street, St. Maries, Idaho 83861, and the Corporation may have such other offices and places of business within or outside the

State of Idaho as the directors shall, from time to time, determine.

ARTICLE V.

The total authorized number of par value shares is 10,000 shares of common stock having a par value of \$1.00 per share. The aggregate par value of the total authorized number of par value shares of \$10,000.00. The stock of said corporation is divided into 10,000 shares of common stock and said corporation shall issue no preferred stock or other classes of stock, and all stock issued hereby shall be non-assessable.

ARTICLE VI.

Each share of stock shall be entitled to one (1) vote.

ARTICLE VII.

The name and post office address of each of the incorporators and the number of shares of common stock subscribed by each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
C. C. Beck, Sr.	209 - 14th Street, St. Maries, Idaho	1
Stanley R. Pugh	Meadowhurst, St. Maries, Idaho	1
Ronald W. Pugh	P. O. Box 70, St. Maries, Idaho	1
Grover L. Blevins	Flat Creek, St. Maries, Idaho	1

WHEREFORE, Petitioners pray that they be adjudged a body corporate under the laws of the State of Idaho, and under the name and style as herein stated, and with all rights and privileges unto them inuring, and the duties thereunto appertaining.

EXECUTED in triplicate on this 13th day of January, 1977.

Ronald W. Pugh

Stanley R. Pugh

C. C. Beck Sr.

Grover L. Blevins

STATE OF IDAHO)
) ss.
County of Benewah)

On this 5th day of January, 1977, before me, the undersigned, a Notary Public, personally appeared C. C. BECK, SR., STANLEY R. PUGH and GROVER L. BLEVINS, to me known to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

WITNESS my hand and official seal the day and year first above written.

Danny L. Brown
Notary Public in and for Idaho
Residing at: Plummer, Idaho
Commission Expires: 2nd

STATE OF)
) ss.
County of)

On this 3rd day of January, 1977, before me, the undersigned, a Notary Public, personally appeared RONALD W. PUGH, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal the day and year first above written.

Ante C. Rodriguez
Notary Public in and for
Residing at: Leedsburg, Mo.
Commission Expires: 11-6-80