

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

\_\_\_\_\_ D & D MANUFACTURING, INC. \_\_\_\_\_

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 \_\_\_\_\_

\_\_\_\_\_ D & D MANUFACTURING, INC. \_\_\_\_\_

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: May 1, 1984.



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

Handwritten notes or signatures in the top right corner, including the name "D & D Manufacturing, Inc." and a date "10-25-1971".

ARTICLES OF INCORPORATION  
OF  
D & D MANUFACTURING, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the corporation is D & D MANUFACTURING, INC.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are:

(a) To manufacture, sell and otherwise deal in all manner of farm machinery, farm implements and their parts and attachments.

(b) To have all rights and powers normally ascribed to and incidental to said basic purpose and to business operations in general including, but not limited to; raising capital and operating monies; entering into, performing and carrying out contracts; entering into joint ventures or limited or general partnership, and to act as a general partner in one or more limited partnerships; acquiring, by purchase or otherwise, maintaining, developing, improving, financing, mortgaging, selling, renting, or exchanging such real property, equipment and other facilities as are

needed by the Corporation; and to undertake all business transactions, functions and service ordinary and necessary to the business, as set forth above, or any other lawful business authorized under the laws of this State.

(c) To have as its purpose the pursuit and development of any other business opportunities that relate to its basic purpose, as set forth above.

(d) To engage in other lawful activities providing that its bylaws and/or records reflect proper action permitting such activity.

#### ARTICLE IV

##### AUTHORIZED SHARES

The aggregate number of shares of common voting stock which the Corporation shall have authority to issue is one thousand shares having \$1.00 par value. Each share shall participate equally in the earned surplus and dividends of the Corporation as well as share equally in the distribution of assets of the Corporation upon dissolution and termination. There shall be one (1) class of common stock. There shall be no preferred stock.

#### ARTICLE V

##### REGISTERED OFFICE AND AGENT

The address of the Corporation's initial registration office is Route 2, Kimberly, Idaho 83341, and the name of its initial registered agent at such address is David G. Walker.

#### ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons

who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
S. David <del>Aldritt</del> ALLDRITT	Route 1, Kimberly, Idaho 83341
David G. Walker	Route 2, Kimberly, Idaho 83341

ARTICLE VII

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
S. David <del>Aldritt</del> ALLDRITT	Route 1, Kimberly, Idaho 83341
David G. Walker	Route 2, Kimberly, Idaho 83341

DATED this 4/20/84 day of April, 1984

S. David Aldritt  
S. DAVID ~~ALDRITT~~ ALLDRITT

David G Walker  
DAVID G. WALKER

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

On this 20 day of April, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared S. DAVID ~~ALDRITT~~<sup>ALDRITT</sup> known or identified to me to be the person who executed the foregoing 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.

*Jamara R. Larson*  
Notary Public for Idaho,  
Residing at Twin Falls, Idaho.

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

On this 20 day of April, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared DAVID G. WALKER, known or identified to me to be the person who executed the foregoing 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.

*Jamara R. Larson*  
Notary Public for Idaho,  
Residing at Twin Falls, Idaho.