

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

PARKER RANCHES, INC.  
File number C 119508

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: May 15, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Tonya Harold*

97 MAY 15 AM 8:46  
SECRETARY OF STATE  
STATE OF IDAHO

## ARTICLES OF INCORPORATION

OF

PARKER RANCHES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, being of legal age and a citizen of the United States, do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and certify in writing:

### ARTICLE I NAME

The name of the corporation shall be PARKER RANCHES, INC.

### ARTICLE II PURPOSE AND POWERS

The purposes for which this corporation as formed are to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act or by any lawful powers and privileges incidental, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

### ARTICLE III DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

IDAHO SECRETARY OF STATE  
DATE 05/15/1997  
0900 92883 2  
CK #: 9020 CUST# 81443  
CORP 1@ 100.00= 100.00

**ARTICLE IV  
REGISTERED OFFICE**

The initial registered office and physical location of the corporation in the State of Idaho shall be 103 East 620 North, Shoshone, Idaho 83352, and Brit D. Groom, whose address is 123 Rail Street West, P.O. Box 786, Shoshone, Idaho 83352, shall be the initial registered agent of the corporation.

**ARTICLE V  
CORPORATE STOCK**

The aggregate number of common shares which the corporation shall have authority to issue is Ten thousand (10,000), all of which shall have no par value.

**ARTICLE VI  
INCORPORATOR**

Following are the names and post office addresses of the incorporators:

**NAME OF INCORPORATOR**

**ADDRESS**

Rusty Parker

103 East 620 North  
Shoshone, Idaho 83352

**ARTICLE VII  
MANAGEMENT**

The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified.

**ARTICLE VIII  
BY-LAWS**

The initial By-Laws of the corporation shall be adopted by its board of directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.


IN WITNESS WHEREOF, I have set my hand this 9<sup>th</sup> day of May, 1997.

  
\_\_\_\_\_  
RUSTY PARKER

STATE OF IDAHO            )  
                                  : ss.  
County of Lincoln        )

On this 9<sup>th</sup> day of May, 1997 before me, a Notary Public for Idaho, personally appeared RUSTY PARKER, known or identified to me to be the person whose name is subscribed to 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 first above written.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Shoshone, Idaho  
My Commission Expires: 9/12/2002