

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

IDAHO VERSATILE PRODUCTS & SERVICES, INC.  
File number C 117652

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: December 31, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Louisa Herald*

**ARTICLES OF INCORPORATION  
IDAHO VERSATILE PRODUCTS & SERVICES, INC.**

DEC 31 2 48 PM '96

**I  
NAME**

SECRETARY OF STATE  
STATE OF IDAHO

The name of the Corporation is Idaho Versatile Products & Services, Inc. "the Corporation".

**II  
PERIOD OF DURATION**

The existence and duration of the Corporation is perpetual.

**III  
CORPORATE PURPOSE**

The purpose for which the Corporation is engaged in doing business shall be to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**IV  
CORPORATE TAX CLASSIFICATION**

The Corporation shall be classified as a Subchapter "S" Corporation as defined by the Internal Revenue Code.

**V  
AUTHORIZED CAPITAL STOCK**

The Corporation shall have 100,000 shares of initial Class A common stock with par value of \$1.00 per share. Each Class A common stock shall have the same rights, privileges and voting power and shall be non assessable. In addition, The Corporation shall have 100,000 shares of Class B common stock with par value of \$1.00 per share for a total capitalization of both Class A and Class B Stock totaling \$200,000.00. Each Class B common stock shall be limited to ownership by the Corporation and/or employees of the Corporation with privileges as specified by the Bylaws of the Corporation and no voting power and shall be non assessable.

**VI  
SPECIAL CLASSES OF STOCK**

As provided by the Idaho Business Corporation Act, shares of any preferred or special class, including voting and nonvoting classes, may be divided into and issued in series by the Board of Directors. Each series shall be so designated as to distinguish the share thereof from the shares of all other series and classes as provided by Section 30-1-16 of the Act.

**VII  
ADDRESS OF INITIAL REGISTERED OFFICE**

The Post Office address of the Initial Registered Office for the Corporation is:

Idaho Versatile Products & Services  
4288 S. Rimview Way  
Boise, Idaho 83716

IDAHO SECRETARY OF STATE  
DATE 12/31/1996 0900 51177

CK #: 1125 CUST# 74039

**CORP**  
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VIII  
NAME OF INITIAL REGISTERED AGENT

The name and Post Office address of the Initial Registered Agent for the Corporation is:

<u>Name</u>	<u>Post Office Address</u>
Ralph E. DeKlotz	4288 S. Rimview Way Boise, Idaho 83716

IX  
INITIAL BOARD OF DIRECTORS

There shall be two (2) initial directors on the initial Board of Directors for the Corporations. The number of directors may increase or decrease from time to time as provided by the bylaws of the Corporation. The names and Post Office addresses of the initial Board of Directors for Idaho Versatile Products & Services are:

<u>Name</u>	<u>Post Office Address</u>
Ralph E. DeKlotz	4288 S. Rimview Way Boise, Idaho 83716
Sandra K. DeKlotz	4288 S. Rimview Way Boise, Idaho 83716

X  
DIRECTOR LIABILITY


The Initial Directors of the Corporations shall held harmless and from any liability to the Corporation or it's shareholders for monetary damages for breach of fiduciary duty as a director consistent with the Idaho Business Corporation Act.

XI  
BYLAWS

The initial bylaws of the Corporation shall be adapted by the board of directors. The power to alter, amend or repeal the bylaws or adapt new bylaws, subject to repeal for change by action of its voting shareholders, shall be vested in the board of directors. The bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law of the Articles of Incorporation.

XII  
NAME AND ADDRESS OF INCORPORATOR

The name and Post Office address of the Incorporator is:

<u>Signature/Name/Date</u>	<u>Post Office Address</u>
 Ralph E. DeKlotz December 31, 1996 (Date)	4288 S. Rimview Way Boise, Idaho 83716