

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

#### **A-1 OFFICE EQUIPMENT, INC.**

was filed in the office of the Secretary of State on the **Tenth** day of **May** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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 **Loviston** in the County of **Nez Percé.**

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 **10th** day of **May**, A.D., 19 **61.**

Secretary of State.

ARTICLES OF INCORPORATION

OF

A-1 OFFICE EQUIPMENT, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho; and we do hereby execute, acknowledge and adopt these Articles of Incorporation in triplicate, certifying as follows:

ARTICLE I.

NAME: The name of said corporation is and shall be "A-1 OFFICE EQUIPMENT, INC."

ARTICLE II.

PURPOSES: The purposes for which said corporation is formed and organized are:

To engage in and carry on in the State of Idaho, any part or all of the following businesses, to-wit:

(a) To engage generally in the wholesale and retail business of office supplies, equipment and stationery, and to do and engage in any and all activities directly and indirectly advisable for the general purposes of the corporation.

(b) To own, conduct, operate, maintain, engage in and carry on, any business or thing regularly, necessarily, properly or incidentally done or to be done in or related to, the conduct of any or all of the foregoing business.

(c) To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

To carry out such purposes, such corporation shall have the following enumerated powers, which enumerated powers shall not be exclusive, but such corporation shall have all other lawful powers not inconsistent therewith, to-wit:

(1) To receive, acquire, hold, purchase, dispose of, convey, mortgage, and/or lease, real and/or personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and otherwise dispose of and deal in, shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign;

(2) In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs,

and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or the disposition of bonds, debentures, obligations, negotiable and transferable instruments, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, trust receipt, conditional sales contract or otherwise;

(3) To use and apply its surplus earnings or accumulated profits to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner and upon such terms as its Board of Directors shall determine;

(4) To appoint such officers, employees and agents as the business of the corporation may require, and to allow them compensation;

(5) To make By-Laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock;

(6) To enter into contracts or obligations of any kind or type essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation;

(7) To invest funds from time to time at the discretion of the Board of Directors of the corporation;

(8) To have one or more offices and places of business in the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and/or personal property situate in the State of Idaho; and,

(9) To do all lawful acts as are necessary and expedient to accomplish the stated purposes of this corporation.

#### ARTICLE III.

DURATION: Said corporation shall have perpetual existence.

#### ARTICLE IV.

LOCATION OF PRINCIPAL OFFICE: The location and post office address of the principal and registered office of said corporation shall be at 1115 Main Street, Lewiston, Nez Perce County, State of Idaho.

#### ARTICLE V.

CAPITAL STOCK: The amount of the capital stock of said corporation shall be Five Thousand (\$5,000.00) Dollars, divided into five hundred (500) shares of the par value of Ten (\$10.00) Dollars per share, with one vote to each share.

#### ARTICLE VI.

INCORPORATORS: The name and post office address of each of the incorporators and a statement of the number of shares presently subscribed by each, the only shares being common shares, are as follows:

| <u>NAME</u>            | <u>ADDRESS</u>  | <u>NUMBER OF SHARES</u> |
|------------------------|-----------------|-------------------------|
| Lyle Bosley            | Lewiston, Idaho | One share               |
| Emily Bosley           | Lewiston, Idaho | One share               |
| Anna Marie Flerchinger | Lewiston, Idaho | One share               |

ARTICLE VII.

DIRECTORS: The number, terms of office, manner of election, time and place and manner of calling meetings, and the powers and duties of the Directors shall be prescribed by the By-Laws, except that a director need not be a shareholder of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Lewiston, Idaho, on this 10<sup>th</sup> day of May, 1961.

Lyle G. Bosley  
Emily Bosley  
Anna Marie Flerchinger

STATE OF I D A H O )  
 ) ss.  
 County of Nez Perce )

On this 10<sup>th</sup> day of May, 1961, before me, D. K. Worden, Jr. a Notary Public in and for the State of Idaho, personally appeared LYLE BOSLEY, EMILY BOSLEY and ANNA MARIE FLERCHINGER, known to me to be the persons whose names are subscribed to the foregoing instrument, and they 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 hereinabove written.

D. K. Worden, Jr.  
 Notary Public in and for the State of Idaho, residing at Lewiston, therein.