



## 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

**TRICO INVESTORS, INC.**

was filed in the office of the Secretary of State on **February 6th**, 19 **78**

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 **Blackfoot, Idaho** in the county of **Bingham**

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 **6th**

day of **February**, A.D., 19 **78**

Pete T. Cenarrusa

# ARTICLES OF INCORPORATION OF TRICO INVESTORS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America and the State of Idaho, and each over the age of 21 years, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, do hereby name, make, sign, acknowledge, certify and file this certificate and Articles of Incorporation for the purposes as follows:

## ARTICLE I

### NAME OF CORPORATION

The name of this corporation shall be TRICO INVESTORS, INC.

## ARTICLE II

### PURPOSES AND POWERS

The purposes and powers of this corporation shall be as follows:

Section 1. The purposes of this corporation shall be to deal generally with the buying, selling and managing of real and personal property, engaging in lawful business enterprises, purchasing and selling stock of other corporations, and the doing of any act or thing permitted by law and designed to protect, preserve, improve or enhance the value of any such real or personal property.

Section 2. To such extent as a corporation organized under the general corporation law of this State may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connections with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed

directly or indirectly to promote the interests of this corporation or to enhance the value of its property; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the general corporation law of this State or under any act amendatory thereof, supplemental thereto, or substituted therefore.

Section 3. The purposes specified herein and enumerated in this article shall be construed as both powers and purposes of this corporation and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another although it be of like nature.

### ARTICLE III

#### CORPORATE EXISTENCE

The term of existence of this corporation shall be perpetual.

### ARTICLE IV

#### PRINCIPAL PLACE OF BUSINESS

Section 1. The location of the corporate registered office in this State is Blackfoot, Idaho. The corporation may also maintain offices at such other place or places in the State of Idaho and the United States as the Board of Directors may from time to time decide. The Post Office address of the registered office shall be P.O. Box 852, Blackfoot, Idaho, 83221.

Section 2. The operation and business of this corporation shall be carried on in the County of Bingham, State of Idaho, and in such other counties in the State of Idaho and in other States of the United States as the Board of Directors may from time to time decide.

ARTICLE V  
CAPITAL STOCK

The amount of the capital stock of the corporation shall be \$4,500.00 to consist of 450 shares of common stock of the par value of \$10.00 each.

ARTICLE VI  
MANAGEMENT

Management of this corporation shall be vested in a Board of Directors consisting of three members. The directors shall be elected at the annual meeting of the stockholders and the number of directors to serve shall be decided at the annual meeting of the stockholders as provided in the By-Laws and in the manner and the method therein provided.

ARTICLE VII  
DIRECTORS MEETINGS

The meeting of the Board of Directors may be held at the principal office of the corporation in this State or at such other place or places within or without this State for the transaction of any business of the corporation as the directors may by resolution provide. The majority of the Board of Directors shall constitute a quorum and the act of the majority of the directors shall be the act of the Board. At least one member of the Board of Directors shall be a resident of the State of Idaho...

ARTICLE VIII  
INCORPORATORS

The name, post office addresses and number of shares subscribed by each of our incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>COMMON STOCK</u>
Thomas A. Rudy	200 Churchill Dr. Burley, Idaho 83318	150

All of the subscribers to these ARTICLES OF INCORPORATION are of full age, citizens of the United States and residents of the State of Idaho.

## ARTICLE IX

### AMENDMENT OF ARTICLES

The Board of Directors of this corporation may amend, alter, add to, change or repeal any provisions contained in these Articles of Incorporation in the manner provided by law, such change to be accomplished by a two-thirds vote of the Board of Directors.

IN WITNESS WHEREOF, We as incorporators and each of  
us have hereto set our hands and seals this 23<sup>rd</sup> day of  
JANUARY, 1978.

Thomas A. Rudy  
Frank E. Fullmer  
Ross L. Burrup

STATE OF IDAHO       )  
                          : ss.  
County of Bingham )

On this 23<sup>rd</sup> day of JANUARY, 1978, before  
me, the undersigned, Notary Public in and for the State  
of Idaho, personally appeared THOMAS A. RUDY, FRANK E.  
FULLMER, and ROSS L. BURRUP, known to me to be the  
persons whose names are subscribed to the within and  
foregoing certificate and ARTICLES OF INCORPORATION  
which they acknowledged to me that they executed as their  
free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed by official seal the day and year in this  
certificate first above written.

John S. Chitt  
Notary Public for State of  
Idaho  
Residing at Blackfoot, Idaho  
Comm. expires: May 8, 1978