

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

GEO. H. CURTIS,

I, [REDACTED] 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

IDAHO CLETRAG SALES CO.

was filed in the office of the Secretary of State on the **fourteenth** day
of **July** A. D. One Thousand Nine Hundred Thirty- **nine** and
duly recorded in Book A- **32** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,
Annotated.

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 **fifty**

years from the date hereof, with its registered office in this State located at

Lewiston in the County of **Hot** **Purco**

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 **14th** day

of **July**, in the year of our Lord

one thousand nine hundred **thirty-nine**,

and of the Independence of the United States of

America the One Hundred **sixty-fourth**.

Secretary of State.

ARTICLES OF INCORPORATION

of

IDAHO CLETRAC SALES CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of legal age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

I.

That the name of this corporation shall be

IDAHO CLETRAC SALES CO.

II.

That the purposes for which this corporation is formed are as follows:

To manufacture, use, purchase, sell, lease, make repairs to and generally deal in all kinds of machinery, and the parts, accessories and equipment for the same;

To manufacture, purchase, sell, lease, rent, and make repairs to and generally deal in automobiles, automotive vehicles and machines of all kinds, and the parts, accessories and equipment for the same;

To manufacture, use, purchase, sell, lease and generally deal in all kinds of hardware and implements;

1.

To purchase, use, sell, maintain and operate foundries and machine shops of every kind and description, and to do all things necessary in maintaining, operating and dealing in the same;

To manufacture, use, purchase, sell, lease, rent, make repairs to and generally deal in all kinds of personal property of every kind and description;

To purchase, use, sell, maintain and operate factories, stores and warehouses for the making, repairing, and sale of automobiles, automotive vehicles, farm machinery of all kinds, parts, accessories and equipment for the same, and to do all and everything that may be necessary or expedient for the carrying on of any business that it may engage in under its corporate power;

To act as agents for others; to act as factors and consignees, and to deal both at wholesale and retail in carrying on its business;

To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and 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/or otherwise dispose of and deal in shares, bonds, securities, debentures and all kinds of evidences of indebtedness of other corporations, domestic or foreign;

To make and perform contracts of any kind and des-

cription, and in carrying on its business or for the purpose of attaining or furthering any of its objects to do any and all things which a natural person would do or exercise, and which now or hereafter may be authorized by law;

To borrow money on its notes, bond and other obligations for the general purposes of this corporation, and to mortgage, pledge and give in trust any and all of its property, real and personal, to secure the payment thereof; to perform all other acts which may be necessary or convenient to carry out the objects and purposes of this corporation in the State of Idaho, or elsewhere;

To hold, purchase or otherwise acquire, or be interested in, and to sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt issues or created by any other corporation, either foreign or domestic, and whether now or hereafter organized, and while the holder of any such shares of stock to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person could or would do; subject to the provisions of law to purchase or otherwise acquire, hold and re-issue the shares of its own capital stock;

To conduct its business in the State of Idaho, all other states, District of Columbia, territories, colonies of the United States and all foreign countries, and to have one or more offices and places of business out of this state and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property in any and all of such places;

Without in any particular limiting and restricting

any of the objects and powers of this corporation, it is hereby expressly declared and provided that the corporation shall have power to make and perform contracts of every kind and description, and in carrying on its business or for the purpose of attaining or furthering any of its objects or purposes, to do any and all other things and exercise any and all other powers which a natural person could do and exercise, or which now or hereafter may be authorized by law.

III.

The location and post office address of the registered office of this corporation shall be: Lewiston, Nez Perce County, State of Idaho.

IV.

The term for which this corporation shall exist is fifty (50) years, from and after the date of the certificate of incorporation.

V.

The amount of capital stock of this corporation is Five Thousand and no/100 (\$5000.00) Dollars, divided into fifty (50) shares of the par value of \$100.00 each.

The amount of the capital stock which has been actually subscribed is Three Thousand & no/100 (\$3000.00) Dollars, and the following are the names and addresses of the persons subscribing for the same and the amount subscribed by each:

John Getty,	Clarkston, Washington	10 shares	\$1000.00
H. L. Melcher,	Clarkston, Washington	19 shares	\$1900.00
Mildred Melcher,	Clarkston, Washington	1 share	\$ 100.00

VI.

The number of directors of this corporation shall not be less than three (3), nor more than five (5).

VII.

Shareholders meetings may be held within or without the State of Idaho. Meetings of the Board of Directors may be held within or without the State of Idaho.

IN WITNESS WHEREOF We have hereunto set our hands and seals this 12th day of July, 1939.

John Letty (SEAL)

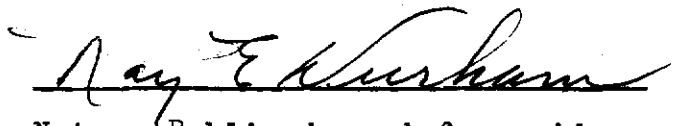
Thomas L. Melcher (SEAL)

Mildred Melcher (SEAL)

STATE OF I D A H O,)
COUNTY OF NEZ PERCE) SS.

On this 12th day of July, 1939, before me, the undersigned, a Notary Public in and for said State, personally appeared John Getty, H. L. Melcher and Mildred Melcher, known to me to be the persons whose names are subscribed to the within Articles of Incorporation of Idaho Cletrac Sales Co., and 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 above written.



Notary Public in and for said State, residing at Lewiston, Idaho.

(Seal)

My commission Expires: Oct 1st 1941