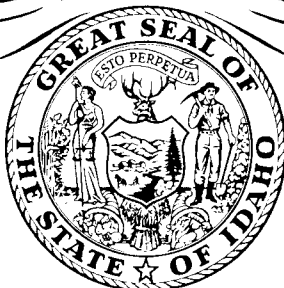


# State of Idaho



## 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

#### FAN CORPORATION

was filed in the office of the Secretary of State on the **Thirteenth** day of **September** A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ ~~duly recorded on~~ ~~File No.~~ ~~microfilm~~ 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 **Soda Springs** in the County of **Carleton**.

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 **13th** day of **September**, A.D., 1965 .

Secretary of State.

STATE OF IDAHO

ARTICLES OF INCORPORATION

of

FAN CORPORATION

KNOW ALL MEN BY THESE PRESENTS, that we, William Feigel, John C. Nichols and Willard Alfson, being desirous of associating ourselves and others together to organize a corporation under the general laws of the State of Idaho for the incorporation of private companies for gain, do hereby make and subscribe in triplicate, the following:

ARTICLES OF INCORPORATION

NAME:

I.

The name of this corporation shall be Fan Corporation.

DURATION:

II

The duration of this corporation shall be perpetual.

BUSINESS:

III

1. To engage in the business of buying, leasing, owning by and legal vestment of title and of developing, reselling and in all other manners lawful under the State of Idaho, to deal with real property and incidences thereto.

2. To transact the business recited in paragraph 1 herein in any State in the Union in which the Board of Directors determine it is necessary or convenient for the operation of the corporation, and to obtain authorization to do business in any and all states in which they might engage in such activities.

3. To in any way acquire, hold, deal in, develop, mortgage lease, exchange, sell, grant, hypothecate and otherwise dispose of the good will, business, property of all sorts and descriptions, and assets of, and to assume or undertake the whole or any part of the liabilities of, any person, firm, association, enterprise or corporation engaged in the same or a similar business, whether the same be situate in the State of Idaho, in the United States

of America, its territories or possessions, or in any foreign country, and to pay for such in cash, stocks, bonds, debentures or other securities of this or another corporation, or in any other way that the Board of Directors may establish.

4. To purchase or otherwise acquire, under whatever terms the Board of Directors deem advisable, stocks, bonds, securities, and offerings of other corporations and firms, either foreign or domestic, who are engaged in lines of business similar to the purposes of this corporation, and to invest, reinvest, sell, pledge, mortgage or in any manner deal in or dispose of any other company's stock, bonds, notes, or securities and to exercise all the rights, powers, and privileges of ownership incidental thereto.

5. To acquire in the manner allowed by the State of Idaho, and as determined by the Board of Directors, stock issuances of this corporation. If such stock is acquired, the corporation may sell or otherwise deal with same as provided by the statutes of the State of Idaho and in that method only.

6. To borrow or raise money for any purpose of the company and for the purpose of securing the same and interest, or for any other purpose to draw, accept, sign, endorse, discount, negotiate bills of exchange, promissory notes or other negotiable instruments, or to mortgage or pledge all or any part of the property of the corporation at present or hereafter acquired, or its uncalled capital by mortgage, trust deed, warehouse receipts, script, certifications, bills of exchange or promissory notes, or by any other instruments or in such other manner as may be determined and for any such purposes, and to grant, execute, sell and deliver mortgages, bonds and bills of exchange or promissory notes, or by any other instruments or in such other manner as may be determined and for any such purposes, and to grant, execute, sell and deliver mortgages, bonds and bills of sale, and to create, issue, make and negotiate debentures, stocks or other securities, and to redeem and pay off the same.

7. In connection with the business of the corporation , to advance or lend any of the capital or other moneys of the corporation for the time being on the security of chattel or real property, mortgages, conditional sales contracts, freeholds, leaseholds, agreements for the sale of land, bills of exchange, bills of lading, warrants, promissory notes, stocks, bonds, debentures, stock in trade or shares or interest therein, chattels and other property, real or personal, upon such terms as may be agreed, and to invest and deal with the money of the corporation not immediately required, upon such securities and in such manner as from time to time may be determined.

8. To join or merge with any other corporation or corporations as the Board of Directors of this corporation may deem necessary or advisable in pursuance of the objectives above mentioned; to join or consolidate with and to enter into partnership or any agreement not in contravention of law with any firm, association or corporation in and about the carrying on of any and all kinds of business which the corporation may desire to aid, assist or promote, and which it might by itself do; to engage in any business transaction capable of being conducted so as to directly or indirectly benefit the corporation.

9. To make and use a corporate seal, and to alter the same at pleasure.

10. To sue and be sued in any court having competent jurisdiction in any territory or state of the United States of America or any foreign country where the corporation may transact business.

11. Generally to carry on and undertake any business undertaking, transaction or operation which may seem to the corporation capable of being conveniently carried on in connection with the purposes hereinabove described or calculated directly or indirectly to enhance the value of or render profitable any of the corporation's property or rights, and to do all such other things as are conducive to the attainment of the above objectives, or any of them.

12. It is the intention that the foregoing clauses shall be construed as powers as well as objects and purposes, and that the foregoing enumeration of specific powers and purposes shall not be held in any wise to limit or restrict the general powers and privileges which may be exercised by or under the laws of the State of Idaho or any state or territory of the United States or any foreign country.

#### IV.

The power to amend or repeal by-laws of this corporation is conferred upon the directors acting at any regularly called meeting, provided that all of such directors are in attendance at such meeting, and such amendment or repeal is approved by a two-thirds vote of members attending.

By-laws of the Corporation may likewise be amended or repealed at any regularly called stockholders meeting upon the approval of such amendment or repeal by an affirmative vote of two-thirds of the allotted or issued shares of the corporation, or at any time hereafter upon written consent of two-thirds of the issued stock.

The Board of Directors shall not make or alter any by-laws which fixes the qualifications, classifications, or terms of office or compensation of such Board of Directors.

#### V.

The office of the corporation shall be 561 Hooper Street, Soda Springs, Idaho. That the name and address of the registered agent for such corporation is John C. Nichols, General Delivery, Rupert, Idaho.

#### VI.

The authorized capital stock of this corporation shall be Five Hundred (500) shares of no par value common stock.

All stock issued by this corporation shall be no par common stock as heretofore set forth and shall be voting stock with equal rights and privileges per share and shall be entitled to one vote per each share, which vote shall be cast at the annual stockholders' meeting.

VII

The Board of Directors of this corporation shall consist of three (3) members. The names and addresses of such directors are as follows:

William Feigel, Box 30, Cheshire, Oregon  
John C. Nichols, Rupert, Idaho  
Willard Alfson, 2500 Forrester Way, Eugene, Oregon

The Directors of this corporation need not be stockholders.

The Board of Directors shall have full powers to hold their meetings either within or without the boundaries of the State of Idaho, or at any place within the United States, as from time to time they may designate either by the by-laws or their own resolution.

VIII

The annual meeting of the corporation shall be on the second Monday of August of each year, with the first of such meetings to be called on the second Monday, August, 1966.

IX

That the subscribing stockholders are the same persons who are the incorporators herein and that the number of shares subscribed by each is as follows:

33 William Feigel, Box 30, Cheshire, Oregon  
33 John C. Nichols, Rupert, Idaho  
33 Willard Alfson, 2500 Forrester Way, Eugene, Oregon

That each of the incorporators herein are citizens of the United States and over the age of 21 years.

IN WITNESS WHEREOF, we have hereunto set our hands this 20 day of September, 1965.


William Feigel  
William Feigel

John C. Nichols  
John C. Nichols

Willard Alfson  
Willard Alfson

STATE OF OREGON )  
 ) ss.  
COUNTY OF LANE )

I, Jack B. Lively, a Notary Public for Oregon, hereby certify that on the 28 day of September, 1965, personally appeared before me, William Feigel, John C. Nichols, and Willard Alfson, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

  
Notary Public for Oregon  
My Commission expires: 10-10-67