

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

V.I.P. PARKING LOT MAINTENANCE, INC.

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: April 26, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

**ARTICLES OF INCORPORATION  
OF**

**V.I.P. Parking Lot Maintenance, Inc.**

RECEIVED  
SEC. OF STATE

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We, the undersigned, being natural persons of full age, and citizens of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

**ARTICLE ONE  
NAME OF CORPORATION**

The name of the corporation is V.I.P. Parking Lot Maintenance, Inc.

**ARTICLE TWO  
PURPOSE OF INCORPORATION**

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the corporation is to engage in the business of asphalt seal coating, parking lot and asphalt maintenance and repair and stripping of parking lots and other related work.

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

**ARTICLE THREE  
DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR  
REGISTERED AGENT AND REGISTERED OFFICE**

The initial registered agent of the corporation shall be Darrel Ker, and the initial registered office shall be located at 7734 E. Ririe Highway, Idaho Falls, Idaho 83401.

VIP PARKING LOT  
MAINTENANCE, INC. -

IDAHO SECRETARY OF STATE  
19930426 0900 69780 2  
CK #: 3398 CUST# 1  
CORPORATIO 18 60.00= 60.00

## **ARTICLE FIVE STOCK**

The total number of par value shares which the corporation shall have authority to issue is 1000 shares each having a par value of \$100.00. The aggregate par value of the total authorized number of par value shares is \$100,000. There are no authorized shares without par value.

The stock of the corporation is divided into 1,000 shares of a single class, each share having equal rights and each share having one vote. All stock when fully paid for shall be non-assessable.

## **ARTICLE SIX BOARD OF DIRECTORS & BY LAWS**

The corporation shall have the power to established a Board of Directors and adopt appropriate By-Laws of the corporation. The Board of Directors shall have the authority to amend the By-Laws of the corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to sell a significant part of the corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the corporation. Each member of the Board of Directors need not be a shareholder of the corporation.

The original member of the Board of Directors who shall serve until the first regular meeting of the shareholders or until his successor shall qualify is:

Darrel Ker, President and Director  
Gina Sue Ker, Vice-President and Director  
Gina Sue Ker, Secretary  
Darrel Ker, Treasurer

## **ARTICLE SEVEN INCORPORATION**

The name and address of the incorporators are:

Darrel Ker, President/Treasurer

Gina Sue Ker, Vice President/Secretary  
7734 E. Ririe Highway  
Idaho Falls, ID 83401

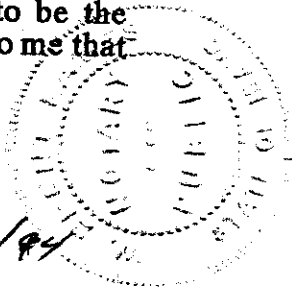
Executed in duplicate this 21 day of April,  
1993.

Darrel Ker  
Darrel Ker  
Incorporator  
Gina Sue Ker  
Gina Sue Ker  
Incorporator

STATE OF IDAHO )  
COUNTY OF MADISON )  
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On this 21st day of April, 1993, before me, a Notary Public in and for said State, personally appeared Darrel Ker and Gina Sue Ker known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

[Signature]  
Notary Public for Idaho  
Residing at: Redding  
My Commission Expires: 11/14/94



VIP PARKING LOT  
MAINTENANCE, INC.