

# 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

#### C. R. HIGER, INCORPORATED

was filed in the office of the Secretary of State on the **Twenty-fourth** day of **March** 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 **Caldwell** in the County of **Canyon.**

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 **24th** day of **March**, A.D., 19 **61**.

Secretary of State.

## ARTICLES OF INCORPORATION

C. R. HIGER, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho.

AND, WE DO HEREBY CERTIFY:

### FIRST:

That the name of said corporation is, and shall be, C. R. Higer, Incorporated, with its principal place of business at Caldwell, Idaho.

### SECOND:

That the purposes for which this corporation is formed are, and it shall have the power and authority to do:

(a) To manufacture, purchase, or otherwise own, mortgage, pledge, sell, lease, assign and transfer, or otherwise dispose of, and to invest and deal in, and deal with, and to install, repair and in all other ways handle, plumbing, heating and allied and similiar fixtures and supplies of every kind and character, and such other goods, wares and merchandise of every class and description, the same to be handled at either wholesale or at retail.

(b) To acquire, hold, use, sell, assign, lease, grant licenses in respect to mortgage, or otherwise dispose of, letters patent of the United States, or any foreign country, patent rights, licenses and privileges, franchises, inventions, improvements and processes, copyrights, trademarks and trade names, relating to, or used in connection with any business of this corporation.

(c) To transact the business of plumbing, heating and selling, acquiring and otherwise owning, holding and disposing of the business of any other corporation, partnership or individual, and to own, control and manage any and all kinds of property, whether it be real property, personal property, or mixed property, and whether said property be the property of an individual or a corporation, and to in all ways, manage, control and dispose of the same, with all the same right, titles and privileges of any private individuals.

(d) To buy, sell, lease, let, own, hold, use, occupy, build or contract for or in relation to, mortgage and otherwise, and in every way deal in or with buildings, improvements, structures of all kinds, and other real

and personal property, necessary, proper, usual, desirable, or incident to such or any of such business, or for any other purposes whatsoever.

(e) To buy, sell, invest in, hold, own, pledge, vote, hypothecate and deal in, stocks, bonds and obligations of corporations, municipal and private, of governments, or of corporations, municipal and private, of governments, or of individuals; to form, create and enter into partnerships and associations with other persons natural and/or corporate.

(f) To borrow moneys, with or without security, and to execute and issue and dispose of evidences of all kinds of its indebtedness, and bonds, notes and other obligations; to secure the same or any thereof by pledge or mortgage of the whole or any part of the property or assets of the corporation, real or personal; to make charitable and business donations or gifts; to acquire, reissue and dispose of its own shares or obligations.

(g) To do and perform each, all and every lawful act and thing and to exercise every power, necessary, expedient, proper, useful or desirable, to carry out or further the purposes, objects and businesses for which this corporation is formed, and which natural persons might or may lawfully do or associate themselves together to perform or do herein.

(h) To have, exercise, use and employ the authority specified in Section 30-1114 Idaho Code or other pertinent laws of the State of Idaho, and to have, exercise, use and employ any or all of the same, and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth, both within and without the State of Idaho and the United States of America; and to have one or more corporate or business offices, and to have and operate one or more agencies or other places of business.

### THIRD

That the location and postoffice address of the registered office in the State of Idaho, and shall be, Caldwell, Canyon County, Idaho.

### FOURTH

That the duration of this corporation is to be perpetual from and after the date of its incorporation.

### FIFTH

That the total authorized number of par value shares of this corporation shall be Six hundred (600) shares, each of the par value of One Hundred Dollars (\$100.00), and of the aggregate par value of Sixty Thousand (\$60,000.00)

which said shares shall be common stock, and shall not be subject to assessment.

SIXTH

That the name and postoffice address of each of the incorporators, and the number of shares subscribed by each set opposite their respective names, are:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>	<u>Amount</u>
C. R. Higer	Caldwell, Idaho	32	\$ 3,200.00
Hiram Higer	Caldwell, Idaho	12	\$ 1,200.00
Duane Higer	Caldwell, Idaho	8	\$ .800.00
Norman Higer	Lindsay, California	8	\$ ,800.00

SEVENTH

The first Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time, as may be provided by the By-laws; provided, however, that the number of directors constituting a Board shall not be less than three (3) nor more than eleven (11).

EIGHTH

The power to repeal and amend the By-laws and adopt new By-laws is hereby conferred upon the directors, as well as upon the share-holders, to be exercised by such vote of said directors, or of the allotted shares, as the cause may be, not less, however, than a majority thereof, as may be fixed by the By-laws.

NINTH

All or any meetings of the shareholders, or of the Board of Directors may be held within or without the State of Idaho.

IN WITNESS WHEREOF, We have signed triplicate originals of these Articles this 10th day of February, 1961.

STATE OF IDAHO,

ss.

County of Canyon.

On this 13th day of February, in the year 1961, before me, the

C. R. Higer  
Norman Higer  
H. Higer (Hiram Higer)  
Duane Higer

undersigned, a Notary Public in and for said State, personally appeared C. R. Higer, Hiram Higer, Duane Higer, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, 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.

Dorothy Sessacklag  
Notary Public for Idaho,  
Residing at Caldwell, Idaho.

STATE OF CALIFORNIA,

ss.

County of Tulare.

On this 10<sup>th</sup> day of February, in the year 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared Norman Higer, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he 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.

D. Sidney Longene  
Notary Public for California,  
Residing at Lindsay, California.