

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

SALMON BONDED SALER & TRANSFER, INC.

Fidelity Union Skin

was filed in the office of the Secretary of State on the **Fourth** day of **January** A.D. **One Thousand Nine Hundred Fifty-four** and duly recorded on Film No. **83** 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

Salmon

in the County of **Latah**

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

4th day of **January,**

A.D., 19**54**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the state of Idaho, and we do hereby certify:

First: That the name of said corporation, shall be
SALMON BONDED SALES & TRANSFER, INC.

Second: That the purposes for which said corporation is formed are:

- (a) To engage in a general trucking business .
- (b) To purchase, or otherwise, acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge or otherwise dispose of, to guarantee, and to invest, trade and deal in and with personal property of every class and description.
- (c) To purchase or otherwise acquire, hold, lease, own, sell, exchange, assign, transfer, mortgage or otherwise dispose of, and to invest, trade and deal in and with real property, and any and all interests therein.
- (d) To enter into any kind of contract or agreement, co-operative or profit-sharing plan with its officers or employees that the corporation may deem advantageous or expedient or otherwise to reward or pay such persons for their services as the directors may deem fit.
- (e) To perform, engage in and complete a general caterpillar and machine work of every kind or description and to engage in the general business of buying and selling and disposing of timber and timber products.
- (f) To purchase, lease or otherwise acquire, in whole or in part, the business, good will, rights, franchises and property of every kind, and to undertake the whole or any part of the assets or liabilities of any person, firm or corporation engaged in or authorized to conduct any business similar to any business authorized to be conducted by this corporation, or owning property necessary or suitable for its purposes, and to exercise all powers necessary or incidental to the conduct of such business.
- (g) To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the objects hereinbefore enumerated, or calculated, directly or indirectly, to promote the interest of the corporation; and in

carrying on its purposes, or for the purpose of attaining or furthering any of its business, to do any and all acts and things, and to exercise any and all other powers, which a copartner or natural person could do or exercise, and which now or hereafter may be authorized by law, and in part of the world,

(h) The several clauses contained in this statement of purposes shall be construed as both purposes and powers and the statements contained in each clause shall be in nowise limited or restricted, by reference to, or inference from, the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

Third: That the County of Lemhi, in the state of Idaho, is hereby designated as the County where the principal office for the transaction of the business of this corporation is to be located, with particular business address of P. O. Box 42, Salmon, Idaho.

Fourth: That this corporation is authorized to issue only one class of shares of stock, the total number of which is 50,000 shares, of the par value of \$1.00. Such stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors thereof.

Fifth: The term of existence of this corporation is perpetual.

Sixth: The number of directors of said corporation shall be five, who need not be shareholders, and the names and Post Office addresses of the persons who are appointed to act as the first directors and to hold office until the selection and qualification of their successors are as follows:

<u>Names</u>	<u>POST OFFICE Address</u>	<u>No. of Shares Subscribed</u>
Rafe Nelson, over 21 years of age,	Salmon, Idaho	5500
Harold Brown, over 21 years of age,	Salmon, Idaho	8250
C.A. Heither, over 21 years of age,	Salmon, Idaho	8250
Clyde Nelson, over 21 years of age,	Salmon, Idaho	5500
Clyde Chaffin, over 21 years of age,	Salmon, Idaho	5500

That all of said persons are citizens of the United States of America.

Seventh: That the number of persons named above shall constitute the number of directors of the corporation until changed by amendment to the By-Laws, increasing or decreasing the number of directors as may be desired, in

the manner provided by law.

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 shareholders, to be exercised by such vote of said directors, or of the allotted shares, as the case 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 hereunto set our hands this 19th day of December, 1953.

Rafe Nelson
Harold P. Brown
C. A. Heither
Clyde Nelson
Clyde Chaffin

STATE OF IDAHO :
 : SS.
County of Lemhi :

On this 19th day of December, 1953, before me, the undersigned, a Notary Public in and for said County and State, appeared Rafe Nelson, Harold Brown, C. A. Heither, Clyde Nelson and Clyde Chaffin, known to me to be the persons whose names are subscribed to the within instrument 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.

Charles Henderson
Notary Public for State of Idaho
Residing at Salmon, Idaho.