

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

COMMERCIAL GROUNDS MANAGEMENT, 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: *May 8, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
of  
**COMMERCIAL GROUNDS MANAGEMENT  
INC.**

MAR 8 2 37 PM '86

WE, THE UNDERSIGNED, all residents of the State of Idaho, and citizens of the United States of America, of full age of majority, have this day voluntarily associated ourselves for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho.

I.

NAME

The name of the corporation shall be COMMERCIAL GROUNDS MANAGEMENT, Inc.

II.

CORPORATE PURPOSES

The purposes and powers of the corporation shall be:

A. To carry on and conduct a grounds maintenance company and to perform any and all lawful business.

B. 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 herein enumerated, or calculated, directly or indirectly; to promote the interests of the corporation; and in carrying out its purposes, or for the purpose of attaining and furthering any of its business, to do any and all acts and things, and to exercise any and all other powers, which a co-partner or natural person could do or

exercise, and which now or hereafter may be authorized by law, and in any part of the world.

C. 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 in noway be limited or restricted, by reference to or inference from the terms of any clause, but shall be regarded as independent purposes and powers; and no recitation, expression, declaration, or 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.

### III.

#### EXISTENCE

The period of existence and duration of the life of this corporation shall be perpetual.

### IV.

#### REGISTERED AGENT and OFFICE

The name and location of the registered agent and office of the corporation in the State of Idaho shall be: Ruth Ann Calkins, 1626 S. Orchard, Suite 263, Boise, Idaho 83705, which said business address shall be the principal office for the transaction of the business of the corporation.

### V.

#### STOCK

The total number of shares of stock which the corporation shall have authority to issue shall be five

hundred (500) shares of no par value common stock. Each share of common stock shall have the same rights, privileges and voting power and the same shall be fully paid and non-assessable.

VI.

INCORPORATORS

The names and addresses of each of the incorporators who are all of full age and citizens of the State of Idaho and are of the United States, and a statement of the number of shares subscribed by each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
Russell Harbaugh	4008 Grover Boise, Idaho 83705	25
Vernon Calkins	107 Randall Boise, Idaho 83705	25
Ruth Ann Calkins	107 Randall Boise, Idaho 83705	15

VII.

DIRECTORS

The number of directors of the corporation shall not be less than three (3) nor more than seven (7). The number of directors to be chosen within the maximum and minimum limits shall be determined in the manner prescribed in the By-Laws. The three initial incorporators shall serve as the original Board of Directors until such time as their successors shall be elected and qualify.

VIII.

OFFICERS

The officers of the corporation shall be a President, Vice-President, Secretary, and Treasurer. One person may be Secretary-Treasurer, or one person may be

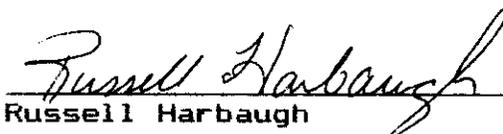
President, Vice-President, Secretary, and Treasurer. One person may be Secretary-Treasurer, or one person may be Secretary and another Treasurer, at the discretion of the Board of Directors. Such officers shall be elected by the Board of Directors, and the Board of Directors shall elect and appoint such officers and agents as they may deem advisable and define the authority of each and prescribe their duties.

IX.

AMENDMENT

The Board of Directors shall have the power and authority to formulate, repeal and amend the By-Laws of the corporation and to adopt new By-Laws, subject to the restrictions provided by the laws of the State of Idaho.

IN WITNESS WHEREOF, the incorporators and first Directors have hereunto set their hands this 8<sup>th</sup> day of May, 1986.

  
\_\_\_\_\_  
Russell Harbaugh

  
\_\_\_\_\_  
Vernon Calkins

  
\_\_\_\_\_  
Ruth Ann Calkins