



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

#### INTERSTATE BUSINESS EQUIPMENT COMPANY COPY DIVISION

was filed in the office of the Secretary of State on the **first** day of **April** A.D., One Thousand Nine Hundred **sixty-nine** and ~~will be~~ duly recorded on ~~Film-Non~~ 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 **Boise, Idaho** in the County of **Ada**

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 **first** day of **April**, A.D., 19 **69**.

Pete T. Cenarrusa  
Secretary of State.

\_\_\_\_\_  
Corporation Clerk.

ARTICLES OF INCORPORATION

of

INTERSTATE BUSINESS EQUIPMENT COMPANY COPY DIVISION

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of full age, citizens of the United States and residents of the State of Idaho, in order to form a corporation do hereby associate ourselves together under and pursuant to the laws of the State of Idaho and do hereby certify and declare as follows:

I

NAME. The name of this corporation to be used in all its dealings and transactions is INTERSTATE BUSINESS EQUIPMENT COMPANY COPY DIVISION.

II

PURPOSES. The purposes for which said corporation is formed are:

(A) To own, operate, maintain, lease, sell and to otherwise function as a sales and promotional corporation for the purpose of selling copy machines and to do and perform all other legitimate activities connected therewith and authorized to be performed by a corporation in the State of Idaho.

(B) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties, and to perform all other acts which may be incidental to the proper operation of said corporation.

(C) In furtherance, and not in limitation of the general powers conferred by the laws of the State of Idaho, and by the

principles of law authorizing the formation of this corporation, and of the purposes and powers hereinbefore stated, the corporation shall also have the following purposes and powers, it being expressly provided that the enumeration of specific powers shall not be construed to limit or restrict in any manner the aforesaid general powers of the corporation.

(D) It is the intention that the objects, purposes and powers specified in Paragraph II, Subparagraph (A) hereof, shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in Paragraph II, Subparagraph (A) and in each of the clauses or paragraphs of this charter, shall be regarded as independent objects, purposes and powers.

(E) To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, either in this state or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

(F) And in order properly to prosecute the objects and purposes above set forth, the corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage convey and otherwise dispose of all kinds of property, both real

and personal, both in this state and in all other states, territories and dependencies of the United States; to purchase the business, good will and all other property of any individual, firm or corporation as a going concern, and to assume all its debts, contracts and obligations, provided said business is authorized by the powers contained herein; to construct, equip and maintain buildings, works, factories and plants; to install, by hand, steam, water, electric or other motive power and generally to perform all acts which may be deemed necessary or expedient for the proper and successful prosecution of the objects and purposes for which the corporation is created.

(G) To borrow money of any person, firm or corporation and to issue bonds, debentures or obligations of this corporation and to secure the same by mortgage, pledge, deed of trust or by any other lawful means.

(H) To purchase, acquire and own its shares of stock, but shares of such capital stock so purchased or acquired may be re-sold unless such shall have been retired for the purposes of decreasing the company's capital stock as provided by law.

(I) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

### III

PERIOD OF DURATION. The corporation is to have perpetual existence.

### IV

PLACE OF BUSINESS. The principal place of business of this corporation shall be at 426 North Orchard Street, Boise, Idaho,

however, the right is reserved to engage or operate in business in any other part of the State of Idaho, or elsewhere.

V

NUMBER OF DIRECTORS. The number of directors of this corporation shall be not less than three (3) or more than seven (7).

VI

CAPITAL STOCK. The total authorized number of par value shares is 530 shares of a par value of \$100.00 per share, the aggregate value of \$53,000.00 to be represented by stock certificates, and one (1) vote per share to the registered owner on the books of the corporation at the time of the voting.

VII

CLASSIFICATION. The shares of this corporation shall be classified as common shares, which will be represented by stock certificates numbered from 1 to 530, inclusive. The holder of these shares will have a voting right of one (1) vote per shares as registered in his name on the corporation books, and first right to participate in the future sale of treasury common shares on the basis of the shares held in his name of record in the corporation books. The shares of this corporation shall be nonassessable.

VIII

AMENDMENTS. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred hereon on stockholders directors and officers are subject to this reserved power. These articles may be amended by resolution setting forth such amendment or amendments, adopted at any meeting of the stockholders by

vote of the majority of all the stock of said corporation then outstanding.

#### IX

OFFICERS. Until the first annual meeting of the stockholders and the election and qualification of the officers, Joseph A. Johnson, of 304 Wagon Wheels Road, Boise, Idaho 83700, shall be President, Dennis E. Heeb, of 1618 Vista, Boise, Idaho 83700, shall be Vice President, and Robert F. McLaughlin, of 159 North Third East Street, Mountain Home, Idaho, 83647, shall be the Secretary-Treasurer. To be eligible to any of the above-named offices of this corporation, a person must be the owner of at least one share of the capital stock of this corporation, as shown by the books of the corporation, and any other person duly qualified may hold one or more offices in the corporation.

#### X

BOARD OF DIRECTORS. Until the first annual meeting of the stockholders and election and qualification of directors, Joseph A. Johnson of 304 Wagon Wheels Road, Boise, Idaho 83700, Dennis E. Heeb of 1618 Vista, Boise, Idaho 83700, and Robert F. McLaughlin of 159 North Third East Street, Mountain Home, Idaho 83647, shall be the members of the Board of Directors.

INCORPORATORS. The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

Joseph A. Johnson	1	304 Wagon Wheels Rd., Boise, Ida. 83700
name	shares	address
Dennis E. Heeb	1	1618 Vista, Boise, Ida. 83700
name	shares	address
Robert F. McLaughlin	1	159 N. 3rd E. St., Mtn. Home, Ida. 83647
name	shares	address

IN WITNESS WHEREOF, We have hereunto set our hands and seals  
this 5 day of March, 1969.

Joseph A. Johnson  
Dennis E. Heeb  
Robert G. McLaughlin

STATE OF IDAHO )  
County of Ada ) ss.

On this 5th day of March, 1969, before me, the undersigned, a Notary Public in and for the said State, personally appeared JOSEPH A. JOHNSON, known to me to be the person whose name is subscribed to the foregoing instrument, 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.

Joyce C. Belcher  
Notary Public for Idaho  
Residing at Boise Idaho

STATE OF IDAHO )  
County of Ada ) ss.

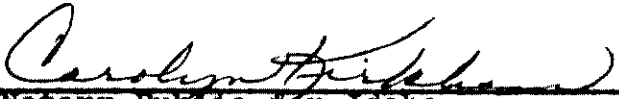
On this 5th day of March, 1969, before me, the undersigned, a Notary Public in and for said State, personally appeared DENNIS E. HEEB, KNOWN to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Joyce C. Belcher  
Notary Public for Idaho  
Residing at Boise Idaho

STATE OF IDAHO            )  
                              ) ss.  
County of Elmore         )

On this 11<sup>th</sup> day of March, 1969, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT F. McLAUGHLIN, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

  
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Notary Public for Idaho  
Residing at Mountain Home, Idaho