



## 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

**WOLGATE LAND & LIVESTOCK, INC.**

was filed in the office of the Secretary of State on the  
~~December~~

Twenty-ninth

day

~~will be~~ A.D. One Thousand Nine Hundred  
~~microfilm~~ and  
duly recorded on Film No. 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.

Sixty-five

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~~, ~~Ada~~,  
in the County of

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,  
~~29th~~ ~~December~~  
this ~~65~~ day of  
A.D., 19~~65~~.

Secretary of State.

ARTICLES OF INCORPORATION

OF

HOLGATE LAND & LIVESTOCK, INC.

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, having voluntarily associated ourselves together to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I

The name of this corporation is: HOLGATE LAND & LIVESTOCK, INC.

II

The purposes for which this corporation is formed are:

- (a) to engage in a general real estate acquisition, development, improvement and sales corporation, and a general livestock business.
- (b) to purchase, acquire, own, hold, lease (either as lessee or as lessor), subdivide, plat, sell, exchange, mortgage or otherwise operate, handle, dispose of or deal in real property wherever located, in parcels or tracts of whatever size or description and the improvements thereon and appurtenances thereto.
- (c) to install and construct roads, sidewalks, and general street improvements, sewer systems, domestic water systems, irrigation works and systems and any and every type of improvement on real property.
- (d) to acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands, owned, held, or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, or otherwise dispose of any lands or interests in lands and in buildings or other structures.

(e) to engage in the business of constructing and erecting all types of buildings and structures and improvements of every kind or nature, and to acquire any and all kinds and types of materials for same, upon any property owned by this corporation or any other legal person, corporation or entity.

(f) to purchase, acquire, own, hold, lease as lessor or lessee, sell, exchange, mortgage, pledge and generally deal in, handle and dispose of, personal property of every kind or description, wherever located.

(g) to purchase, acquire, own, sell, and otherwise have and/or dispose of, livestock of any description; to conduct livestock raising operations of any description and wherever located; to purchase, lease, or otherwise acquire and use and dispose of, equipment of any description, including trucks and other means of transportation, for the purpose of handling livestock in any way or manner deemed necessary, relative to the conduct of a livestock operation.

(h) to purchase, retire, redeem, hold, transfer, sell and generally deal in the shares of its own capital stock, provided it shall only use its funds or property for the purchase, redemption or retirement of its own shares of capital stock when its capital will not be thereby impaired.

(i) to enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desireable for the furtherance of the business of this corporation, with any person, firm, corporation, association, state, territory, municipality or body politic, or any foreign country or government.

(j) To acquire and hold, all or any part of the capital stock, assets or good will of any business, of any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, consistent with the objects and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(k) to adopt, apply for and register, purchase, lease or otherwise acquire, and to use, maintain and protect and to sell, assign, or grant licenses or other rights in respect of any trademarks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto, including a duly registered brand for livestock.

(l) to borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness secured or unsecured of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other object or purpose of this corporation, in connection with its business; to

secure payment of such debentures, notes or other obligations by mortgages, or deeds of trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

(m) to manufacture, purchase, lease, use, rent or otherwise acquire, own, operate, pledge, sell, assign and transfer or otherwise dispose of, invest, trade, deal in and deal with, all forms of equipment, devices, machinery, apparatus and articles and other personal property, goods, ware and merchandise and real property of every class and description and, in particular, but not by way of limitation, those connected with or necessary to the operation of the business referred heretofore in the foregoing sections.

(n) to borrow money, and to issue evidences of indebtedness therefor, in any amounts deemed necessary or desireable, and in any manner and on any terms deemed necessary or desireable.

(o) to loan money to further the purposes of this corporation, to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes of any of the objects or purposes hereinbefore set forth, and to do every other act, or acts, thing or things incidental or appurtenant to, or growing out of or connected with the aforesaid business or purposes.

(p) to do any and all acts that a person could do, relative to the above stated purposes and objects.

(q) the foregoing objects and purposes shall be regarded as separate objects and purposes, independent of each other.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers nor or hereafter conferred on this corporation by the statutes of the State of Idaho

### III

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

### IV

The location and the post office address of the registered office of this corporation in the State of Idaho shall be c/o Myron G. Holgate, Route 1, Boise, Ada County, Idaho.

## V

This corporation is authorized to issue one class of shares of its capital stock, to be designated as "common stock." The total number of shares of common stock which this corporation shall be authorized to issue is 2000. The aggregate par value of the common capital stock of this corporation shall be \$10,000.00 and the par value of each share of said common stock shall be \$5.00.

## VI

The names and post office addresses of each of the incorporators of this corporation and the numbers of shares of said common capital stock subscribed by each of those incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Myron G. Holgate	Route 1, Boise, Idaho	1000
Verna C. Holgate	"	998
Grandon Marlynn Holgate	"	1
Delbert James Holgate	"	1

## VII

A director of this corporation shall not be required to be a holder of anyof the shares of common capital stock of this corporation.

IN WITNESS WHEREOF, we, the incorporators, have executed these Articles of Incorporation this 28th day of December, 1965.

Myron G. Holgate

Verna C. Holgate

G. Marlynn Holgate

Delbert J. Holgate

STATE OF IDAHO )  
                  )  
COUNTY OF ADA )          ss

On this 29th day of December, 1965, before me, the undersigned, a notary public in and for said State, personally appeared Myron G. Holgate, Verna C. Holgate, Grandon Marlynn Holgate and Delbert James Holgate, all known to me personally, and did execute in my presence the foregoing Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and seal the day and year first above written.

  
Donald G. Carter  
Notary Public for Idaho  
Residing at Boise, Idaho  
Commission expires May 1, 1967