

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

TOM SAWYER SERVICE COMPANY, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day **December** **Sixty-five** **will be** A.D. One Thousand Nine Hundred and **XXXXXX microfilm** 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.

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 **Kolligs,** **Shoshone,** 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, this **28th** day of **December** **65** A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION
OF
TOM SAWYER SERVICE COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are 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 hereby certify in writing:

ARTICLE I.

That the name of said corporation shall be TOM SAWYER SERVICE COMPANY, INC.

ARTICLE II.

Objects, Purposes, and Powers

That the nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, in any part of the world, to-wit:

a. To manufacture, purchase and sell personal property and commodities of every kind and nature, including dried and frozen foods and confections and dairy products and groceries, and such business as is incidental thereto. To purchase cars, trucks, truck trailers and other like equipment of every kind and nature to act as proper as a public carrier for commodities as stated herein, or to lease cars, trucks, truck trailers and other like equipment to others.

b. To carry on and conduct a general wholesale and retail business of buying and selling commodities and other allied items and the items mentioned above and to own, lease and operate a wholesale or retail business and

outlet or consignment business, within and without the State of Idaho.

c. To warehouse and store such articles, products and chattels as may lawfully come into the possession of the corporation for lease, exchange, barter, sale, consignment or storage.

d. To acquire, hold, use, and enjoy such licenses or other instruments as may be required by the United States of America or the State of Idaho, or other state, including franchises, permits, licenses, or contracts for representation, as may be required from jobbers, manufacturers, or sellers and distributors of such products as may be handled by the said corporation.

e. To take, own, hold, deal in, mortgage, or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatever dispose of real property within or without the State of Idaho, wherever situated.

f. To manufacture, purchase, or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise, and property of any and every class and description, and in any part of the world.

g. To acquire the good will, rights, and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this company, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

h. To apply for, purchase, or in any manner to acquire, and to hold, own, use, and operate, and to sell or in any manner dispose of, and to grant licenses or other rights in respect of, and in any manner deal with, any

and all rights, inventions, improvements, and processes used in connection with or secured under letters patent or copyrights of the United States or other countries, or otherwise, and to work, operate, or develop the same and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them.

i. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities, or evidences of indebtedness created by, any other corporation or corporations of this state or any other state, contry, nation, or government, and while owner of said stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon, to the same extent as natural persons might or could do.

j. To enter into, make, and perform contracts of every kind with any person, firm, association, or corporation, municipality, body politic, county, nation, or territory, state, government, or colony or dependency thereof, and without limit as to amount to draw, make, accept, indorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho.

k. To act as sales agents, manufacturer's agents, and factors to obtain all necessary grants, licenses, and franchises to carry out the intents, objects, purposes, and powers of this corporation.

l. To have offices, conduct its business, and promote its objects within and without the State of Idaho, in other states, the District of Columbia, the territories and colonies of the United States, and in foreign countries, without restriction as to place or amount.

m. To do any or all of the things herein set forth to the same extent as natural persons might or could do in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others.

n. In general to carry on any other business in connection therewith, whether manufacturing or otherwise, not forbidden by the laws of the State of Idaho, and with all the powers conferred upon corporations by the laws of the State of Idaho.

ARTICLE III.

Registered Office

The registered office and principal place of business of said corporation in the State of Idaho is the City of Kellogg in the County of Shoshone, State of Idaho, but branch offices may be established elsewhere, either within or without the State of Idaho.

ARTICLE IV.

Duration

The duration of said corporation shall be perpetual.

ARTICLE V.

Capital Stock

The amount of the total authorized capital stock of this corporation is Twenty-five Thousand Dollars (\$25,000.00), divided into twenty-five thousand (25,000) nonassessable shares of Common Stock of the par value of One Dollar (\$1.00) each.

ARTICLE VI.

Directors

The business of said corporation shall be managed by a board of not less than three (3) nor more than five (5) directors, who shall be shareholders.

ARTICLE VII.
Stock Subscribed

The amount of capital stock of said corporation which has been actually subscribed is three (3) shares of the common capital stock of said corporation, and the following is the name and post office address of each of the incorporators and a statement of the number of shares and par value of the shares actually subscribed by each:

<u>Name</u>	<u>Post Office Address</u>	<u>Number of Shares Common Capital Stock</u>	<u>Par Value</u>
Thomas R. Sawyer	P. O. Box 3 Kingston, Idaho	One	\$1.00
Betty J. Sawyer	P. O. Box 3 Kingston, Idaho	One	\$1.00
William Sawyer	132 West Cameron Kellogg, Idaho	One	\$1.00

ARTICLE VIII.

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE IX.

The directors shall have power to make and to alter or amend the bylaws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed mortgages and liens, without limit as to the amount, upon the property and franchise of this corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the directors shall have authority to dispose, in any manner, of the whole property of this corporation.

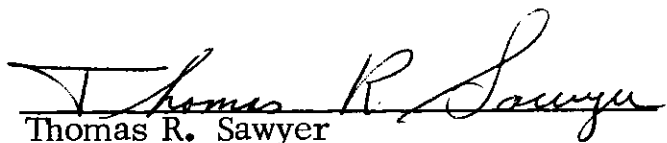
The bylaws shall determine whether and to what extent the accounts and books of this corporation, or any of them, shall be open to the inspection

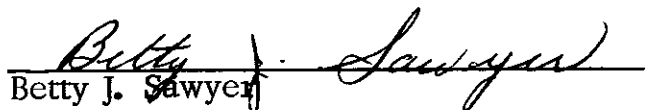
of the stockholders; and no stockholder shall have any right to inspect any account, or book, or document of this corporation, except as conferred by the law or the bylaws, or by resolution of the stockholders.

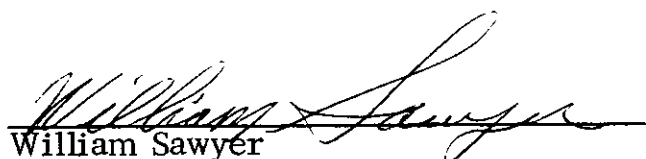
The stockholders and directors shall have power to hold their meetings and keep the books, documents, and papers of the corporation outside the State of Idaho, at such places as may be from time to time designated by the bylaws or by resolution of the stockholders or directors, except as otherwise required by the laws of the State of Idaho.

It is the intention that the objects, purposes, and powers specified in the second paragraph hereof, except where otherwise specified in said paragraph, shall 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 the second paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes, and powers.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file, and record this certificate, and do hereby certify that the facts herein stated are true; and we have accordingly hereunto set our respective hands this 24th day of December, 1965.


Thomas R. Sawyer


Betty J. Sawyer


William Sawyer

STATE OF IDAHO)
 : ss.
County of Shoshone)

On this 24th day of December, 1965, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared THOMAS R. SAWYER, BETTY J. SAWYER and WILLIAM SAWYER, known to me to be the persons whose names are subscribed to the within instrument, and severally 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.

A handwritten signature in cursive script, appearing to read "John P. ...", is written over a horizontal line. Below the line, the text "Notary Public for the State of Idaho" and "Residing at Kellogg, Idaho" is printed.

Notary Public for the State of Idaho
Residing at Kellogg, Idaho