

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

TERRY ELECTRIC OF CALDWELL, INC.

was filed in the office of the Secretary of State on the **25th** day of **May** A.D. One Thousand Nine Hundred **Fifty-three** and duly recorded on Film No. **80** 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

Caldwell

in the County of

Canyon

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

25th day of **May**,

A.D., 19 **53**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 TERRY ELECTRIC OF CALDWELL, INC.

4 I

5 The name of this corporation is: TERRY ELECTRIC OF CALD-
6 WELL, INC.

7 II

8 The purposes for which this corporation is formed are:

9 (a) To buy and sell electrical appliances, supplies, fix-
10 tures and equipment, including radios, radio parts, and radio equip-
11 ment, vacuum sweepers, television sets, television parts, television
12 equipment, washing machines, refrigerators, refrigeration units and
other like articles; to engage in the electrical contracting business,
and to carry on any business or transaction ordinarily carried on
by electrical retail and wholesale supply men and electrical contract-

13 (b) To engage in buying, owning and selling of all kinds
14 of hardware at wholesale and retail.

15 (c) To engage in the buying and selling or otherwise
16 dealing and trading in furniture, fixtures, furnishings, and other
kinds of goods, wares and merchandise.

17 (d) To construct and erect buildings or structures upon
18 and to improve and maintain any and all real property owned, leased
or held by this corporation; and to equip, improve and generally
operate any and all personal property owned by this corporation.

19 (e) To purchase, hold, sell and transfer the shares of
20 its own capital stock; provided, it shall not use its funds or pro-
21 perty for the purchase of its own shares of capital stock when such
use would cause any impairment of its capital; and provided further
that the shares of its own capital stock owned by it shall not be
voted upon directly or indirectly.

22 (f) To enter into, make, perform and carry out contracts
23 of every sort and kind which may be necessary or desirable for the
24 furtherance of the business of this corporation, with any persons,
25 firms, corporations, associations, any state, territory, or municipi-
body politic.

26 (g) To acquire, and hold all or any part of the capital
27 stock, assets, or good will of any business, of any person, firm,
28 association or corporation engaged in any business in whole or in
29 part similar to that of this corporation, consistent with the objects
30 and purposes of this corporation, and to hold, utilize and in any
31 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
the 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 per-
son, firm, association or corporation engaged in the business so
acquired.

32

1 (h) To borrow money for any purpose of this corporation,
2 without limit as to amount, and to issue bonds, debentures, notes
3 or other evidences of indebtedness, secured or unsecured, of this
4 corporation for the moneys so borrowed, or in payment for property
5 acquired, or for any other objects or purposes of this corporation,
or in connection with its business; to secure payment of such debenture, notes or other obligations by mortgages or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

6 (i) To carry out all or any part of the foregoing objects,
7 or purposes as principal or agent, or otherwise, either alone or
8 in conjunction with any person, association or other corporation and
9 in any part of the world; and in carrying on its business and for
10 the purpose of attaining or furthering any of its objects or purposes,
11 to make and perform such contracts of any kind and description, to
12 do such acts and such things, and to exercise any and all such powers
13 as a natural person could lawfully make, perform, do or exercise,
14 provided that the same be not inconsistent with the objects or purposes
15 of this corporation, or the statutes of the State of Idaho.

12 (j) To conduct its business in all or any of its branches
13 in the State of Idaho, and in any and all other states, territories,
14 possessions, colonies and dependencies of the United States of
15 America and in the District of Columbia, and in any or all foreign
16 countries, and to have one or more offices within or outside of the
17 State of Idaho.

15 (k) The objects as specified herein shall, except as
16 otherwise expressed, be in no way limited or restricted by reference
17 to or inference from the terms of any other clause or paragraph of
18 these articles. The objects, purposes and powers specified in each
19 of the clauses or paragraphs in these Articles shall be regarded as
20 independent objects, purposes and powers.

18 The foregoing shall be construed as objects and powers and
19 the enumeration thereof shall not be held to limit or restrain in
20 any manner the general powers now or hereafter conferred on this
21 corporation by the statutes of the State of Idaho.

21 III

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

23 IV

24 The location and postoffice address of the registered
25 office of this corporation in the State of Idaho shall be Caldwell,
26 in the County of Canyon, State of Idaho.

26 V

27 This corporation is authorized to issue one class of
28 shares of its capital stock to be designated as common stock; the
29 total number of shares of common stock which this corporation shall
30 be authorized to issue is 500. The aggregate par value of the
31 capital stock of this corporation shall be \$50,000.00; and the par
32 value of each of said shares of common stock shall be \$100.00.

31 VI

32 The names and postoffice addresses of each of the incorporators of this corporation and the number of shares of said common

1 capital stock subscribed by each of those incorporators are as follows:

2 <u>NAME</u>	<u>POSTOFFICE ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
3 T. C. Blacker	Caldwell, Idaho	one
Lily C. Blacker	Caldwell, Idaho	one
4 Leonard S. Fletcher	Nampa, Idaho	one

5 Each of the persons above enumerated as incorporators
6 is a natural person over the age of 21 years and is a citizen of
the United States of America.

7 VII

8 The capital stock of this corporation shall be nonassess-
9 able; and the private property of the shareholders in this corpor-
ation shall not be liable for the debts, obligations or liabilities
of this corporation.

10 VIII

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

13 IN WITNESS WHEREOF, We, the undersigned, for the purpose
14 of forming this corporation under the statutes of the State of Idaho,
15 have executed these Articles of Incorporation this 19th day of May,
1953.

SIGMAN & BOND
ATTORNEYS AT LAW
CALDWELL, IDAHO

16 T. C. Blacker
T. C. Blacker

17 Lily C. Blacker
Lily C. Blacker

18 Leonard S. Fletcher
Leonard S. Fletcher

23 STATE OF IDAHO)
County of Canyon) SS.

24 On this 19th day of May, 1953, before me, the undersigned,
25 a Notary Public in and for said State, personally appeared T. C.
26 Blacker, Lily C. Blacker and Leonard S. Fletcher, known to me to be
the persons whose names are subscribed to the within instrument,
27 and acknowledged to me that they executed the same, and I further
certify that each of said persons acknowledged that they were over
28 the age of 21 years and were each citizens of the United States of
America.

29 IN WITNESS WHEREOF, I have hereunto set my hand and af-
30 fixed my official seal the day and year in this certificate first
above written.

31 Wm. J. Simpson, Jr.
Notary Public for Idaho
32 Residing at Caldwell, Idaho