



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

RISCO - BONNEVILLE INDUSTRIAL SUPPLY CO.

was filed in the office of the Secretary of State on the **thirteenth** day of **May** A.D., One Thousand Nine Hundred **seventy-one** and ~~will be~~ / duly recorded on ~~film~~ **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 **13th** day of **May**, A.D., 19 **71**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
BISCO - BONNEVILLE INDUSTRIAL SUPPLY CO.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural citizens of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the State of Idaho, do hereby certify as follows:

ARTICLE I.

The name of the corporation shall be:

BISCO - BONNEVILLE INDUSTRIAL SUPPLY CO.

ARTICLE II.

The objects and purposes for which the corporation is formed are:

1. To manufacture, buy, sell and deal in tools, machinery, implements and all other articles of a similar character.
2. To conduct a general advertising business as principals and agents, including erection, construction, purchase, lease or otherwise acquiring of structures suitable for these purposes.
3. To buy, sell, manipulate and deal in at wholesale or retail, merchandise, goods, wares, and commodities of every sort, kind or description; to open stores, offices or agencies throughout the United States or elsewhere, or to allow or cause the legal estate in interest in any property or business acquired, established

or carried on by the company, to remain or be vested in the name or carried on by any other company, as agents of this company; to manufacture or construct, deal in, sell, buy and trade machinery of every kind and description and articles of every nature, to purchase, lease, hold and convey all necessary property, real or personal, wheresoever the same be situated.

4. To act as partner or a Joint Venture in any transaction.

5. To have and exercise all rights and powers from time to time granted to a corporation by law.

6. To borrow money for the purposes of this corporation, to issue bonds, notes and debentures and other evidences of indebtedness therefor, and to secure the same by mortgage or pledge of personal property including the income of said corporation or by mortgage of real property executed in trust or otherwise. All or any portion of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

7. To build any or all buildings or structures necessary or convenient for the conduct of the business of said corporation or to acquire the same by purchase, lease or otherwise.

8. To purchase, lease or otherwise acquire in whole or in part the business, good-will, rights, franchises and property of every kind and to take over the whole or any part of the assets or liabilities of any person, firm, association or corporation owning property necessary or suitable for its purpose and to pay for the same in cash, in the stock or bonds of this corporation or otherwise to hold or in any manner

dispose of the whole or any part of the business or property so acquired and to exercise all the powers necessary or incidental to the conduct of such business.

9. To enter in any contract cooperative agreement or profit sharing plan with its officers or employees that the corporation may deem advantageous or expedient, or otherwise to reward or pay such persons for their services as the directors may deem fit.

10. To purchase, or otherwise acquire, own, hold, mortgage, pledge, sell, assign, transfer or otherwise dispose of shares of the capital stock of this corporation or evidences of indebtedness of any kind or nature created by any corporation or corporations, wherever organized, whether public or private.

11. To exercise generally the powers customarily exercised by business corporations, and particularly the powers provided by the laws of the State of Idaho, referring especially to Section 29-114 I.C. in any state of the United States throughout the world.

12. To carry on any other business, or to do anything in connection with the objects and purposes above mentioned that may be necessary or proper to accomplish successfully or promote the said objects and purposes. The foregoing clauses, by reason of the specific enumeration of powers shall not be held to restrict the power of the corporation to do any of the things within the purview of its general purposes.

ARTICLE III.

This corporation is to have perpetual existence.

ARTICLE IV.

The location and post office address of the registered office of the corporation is 2815 Overland Road, Boise, Idaho.

ARTICLE V.

The amount of the capital stock of the corporation shall be divided into 300 shares of no par value stock and said stock shall be non-assessable.

ARTICLE VI.

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

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
H. L. Williams	1232 Central Canyon Ave. Nampa, Idaho	1
Robert Kuhus, Jr.	1800 McCall Street Dayton, Ohio	1
LaVar E. Thacker	1004 June Avenue Idaho Falls, Idaho	1

ARTICLE VII.

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VIII.

The number of directors of the corporation shall be as specified in the

Bylaws, and such number may from time to time be increased in such manner as may be prescribed in the Bylaws, provided the additional directors may be elected by the directors then in office and the directors so elected shall hold office until their successors are elected and qualified.

ARTICLE IX.

A voluntary sale, lease or exchange of all the property and assets of the corporation, including its good will and its corporate franchises, may be made by the Board of Directors upon such terms and conditions as it may deem expedient and for the best interests of the corporation.

ARTICLE X.

No contract or other transaction between the corporation and any other corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director, individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation

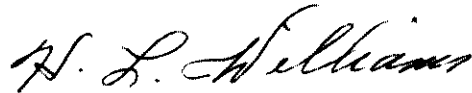
which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE XI.

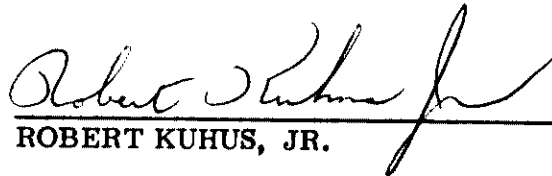
The Board of Directors is expressly authorized to repeal and amend the Bylaws of the corporation; reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, by a majority vote of the shareholders, represented in person or by proxy, at any annual meeting of the shareholders or at any meeting duly called for that purpose, except where the laws of the State of Idaho otherwise provide.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

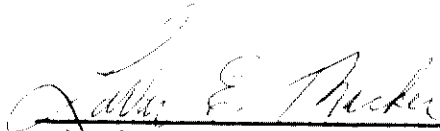
5 day of May, 1971.



H. L. WILLIAMS



ROBERT KUHUS, JR.



LA VAR E. THACKER


STATE OF IDAHO)

: ss.

County of Ada)

On this 5 day of May, 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared H. L. Williams, 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.


Notary Public for Idaho
Residing at: Boise, Idaho


STATE OF OHIO)

: ss.

County of)

On this 5 day of May, 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared Robert Kuhus, Jr., 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.


Notary Public for Idaho
Residing at: Boise, Idaho


STATE OF IDAHO)

: ss.

County of Bonneville)

On this 5 day of May, 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared LaVar E. Thacker, 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.


Notary Public for Idaho
Residing at: