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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ARMSTRONG ETC., INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of ARMSTRONG ETC., INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 12, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Valerie Flint*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

OF

ARMSTRONG ETC., INC 92 JUN 12 AM 8 29

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, both citizens and residents of the United States of America, over the age of eighteen years, do by these presents form a corporation, as hereinafter stated, pursuant to and under the laws of the State of Idaho, and do hereby execute and deliver these Articles of Incorporation for that purpose.

WE HEREBY SET FORTH, DECLARE AND CERTIFY:

ARTICLE I

NAME

This Corporation shall be known as "ARMSTRONG ETC., INC."

ARTICLE II

DURATION

The term and existence of this Corporation shall be perpetual.

ARTICLE III

OBJECTS AND PURPOSE

The objects and purposes for which this Corporation is formed are as follows:

(a) The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

(b) Without limiting the purposes for which this Corporation is formed, it shall include contract hauling of

1 milk, and other dairy products, by motor vehicle carriers, and
2 all related business activities.

3 (c) To engage in any commercial, industrial, or
4 agricultural enterprise, calculated or designed to be profitable
5 to this Corporation, and in conformity with the laws of the
6 State of Idaho, or such other place or places and states in
7 which the Corporation may, from time to time, conduct its
8 business.

9 (d) Purchase, lease, own, sell, mortgage, sublease and
10 otherwise acquire lands, buildings, easements, or property, real
11 and personal, which may be requisite for the purposes of or
12 capable of being conveniently used in connection with any of the
13 objects of this Corporation, and to enter into, make, perform,
14 and carry out contracts of every sort and kind, with any person,
15 or entity, including the right to become a partner or acquire an
16 interest in a joint venture, and to acquire and take over the
17 good will, property, rights, franchises, and assets of every
18 kind, and liabilities of any person, firm, association or
19 corporation, either wholly or in part, and to pay for the same
20 in cash, stocks, bonds of the corporation or otherwise.

21 (e) To organize or cause to be organized under the
22 laws of any state of the United States, or the District of
23 Columbia, or of any territory, dependency, or possession of the
24 United States, or of any foreign country, a corporation, or
25 corporations for the purpose of transacting, promoting or
26 carrying on any or all of the objects or purposes for which this
Corporation is organized, and to dissolve, wind up, liquidate,
merge, or consolidate any such corporation or corporations, or
to cause the same to be dissolved, wound up, liquidated, merged
or consolidated.

(f) To do all and every thing necessary, suitable, and
proper for the accomplishment of any of the purposes or the
attainment of any of the objectives, or the furtherance of any
of the powers hereinbefore set forth, either along or in
association with other corporations, firms, or individuals, and
to do every other act, or acts, thing, or things, incidental or
pertinent to or growing out of, or connected with the foregoing
objects or purposes, or any part or parts thereof, provided the
same be not inconsistent with the laws under which this
corporation is organized.

(g) The Provisions of these Articles shall be
construed as purposes and powers, and each as an independent
purpose and power in furtherance of, and not in limitation of,
the powers which the Corporation may have under present or
future laws of the State of Idaho, and in such states as the
Corporation may, from time to time, do business.

1 (h) To have and to exercise all rights and powers from
2 time to time granted to a corporation by law.

3 ARTICLE IV

4 LOCATION OF REGISTERED OFFICE AND AGENT

5 The location and registered office of this Corporation
6 is Route #2 Box, 2416, Paul, Idaho 83347; the post office
7 address is Route #2, Box 2416, Paul, Idaho 83347; the
8 registered agent of this Corporation shall be Stephen Brent
9 Armstrong, Route #2, Box 2416, Paul, Idaho 83347.

10 ARTICLE V

11 CORPORATE STOCK

12 The total number of shares which the Corporation
13 is authorized to issue is 10,000 shares of stock at no par value
14 per share.

<u>TYPE</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Common	10,000	No par value

16 All stock, when fully paid, shall be non-assessable.
17 The Corporation may purchase its own stock.

18 ARTICLE VI

19 INCORPORATORS

20 The names and post office addresses of the
21 incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Stephen Brent Armstrong	Route #2, Box 2416, Paul, ID
Claudia Armstrong	Route #2, Box 2416, Paul, ID

25 ARTICLE VII

26 BOARD OF DIRECTORS

1 The initial directors of the Corporation who shall
2 serve until the first election of directors is as follows:

3 <u>NAME</u>	<u>ADDRESS</u>
4 Stephen Brent Armstrong	Route #2, Box 2416, Paul, ID
5 Claudia Armstrong	Route #2, Box 2416, Paul, ID

6 The Board of Directors shall consist of one or more
7 members as fixed by, or in the manner provided in, the By-Laws
8 of the Corporation. The number of directors may be increased or
9 decreased from time to time as provided in the corporate By-
10 Laws.

11 A majority of the Board of Directors shall constitute a
12 quorum for transacting business, and the act of the majority of
13 said quorum of said Board of Directors shall be the act of the
14 Board.

15 The directors need not be stockholders of the
16 Corporation.

17 ARTICLE VIII

18 DIRECTOR LIABILITY

19 No director of this Corporation shall be personally
20 liable to the Corporation or the corporate stockholders for
21 monetary damages resulting from a breach of fiduciary duty as a
22 director of this Corporation, provided that such provision
23 shall not eliminate or limit the liability of a director:

24 (a) For any breach of the director's duty of loyalty
25 to the Corporation or its stockholders.

26 (b) For acts or omissions not in good faith or which
 involve intentional misconduct or knowing violation of the law.

1 (c) For any of those liabilities provided under 30-1-
2 48 of the Idaho Code.

3 (d) For any transaction from which the director
4 derived an improper personal benefit.

5 ARTICLE IX

6 AMENDMENT

7 These Articles of Incorporation may be amended in
8 accordance with the provisions of the statutes of the State of
9 Idaho, then in full force and effect; the power to make, repeal
10 and amend the By-Laws, and adopt new By-Laws, is hereby
11 conferred upon the Directors as well as the shareholders.

12 ARTICLE X

13 No contact or other transaction between this
14 Corporation and any other corporation shall in any way be
15 affected or invalidated by the fact that any of the directors of
16 this Corporation are pecuniarily or otherwise interested in or
17 are directors or officers of such other corporation, nor the
18 fact that the capital stock of one corporation may be owned, in
19 part, by the other corporation; any director, individually, may
20 be a party to or may be pecuniarily or otherwise interested in
21 any contract or transaction and may vote thereon with like force
22 and effect as if he were not interested.

23 IN WITNESS WHEREOF, I have hereunto set my hand this

24 10th day of June, 1992.

25 Stephen Brent Armstrong
26 Stephen Brent Armstrong

Claudia Armstrong
Claudia Armstrong

1 STATE OF IDAHO)
2) ss
3 County of Cassia)

4 On this 10th day of June, in the year
5 1992, before me, the undersigned, a Notary Public in and for
6 said State, personally appeared STEPHEN BRENT ARMSTRONG and
7 CLAUDIA ARMSTRONG, husband and wife, known or identified to me
8 to be the persons whose names are subscribed to the within
9 instrument, and acknowledged to me that they executed the same.

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Sharon S. Sauer
Notary Public for Idaho
Residing at Rupert
My commission expires on 2/1/94

PARSONS, SMITH, STONE & FLETCHER
LAWYERS
BURLEY, IDAHO