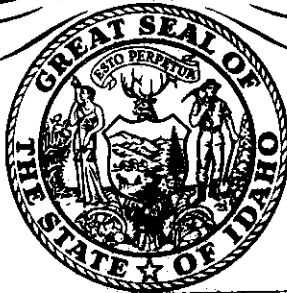


State of Idaho



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

SUPPLY CENTER, INC.

was filed in the office of the Secretary of State on the **Fourteenth** day of **July,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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 **Kellogg** in the County of **Shoshone**

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 **14th** day of **July**, A.D., 19**61** .

Secretary of State.

ARTICLES OF INCORPORATION

OF

SUPPLY CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned citizens of the United States of America, each over the age of twenty-one years, do hereby voluntarily associate ourselves together for the purpose of forming a domestic corporation under and by virtue of the laws of the State of Idaho, and we do hereby make, sign, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I

The name of this corporation is, and shall be, SUPPLY CENTER, INC.

ARTICLE II

The objects and purposes for which this corporation is formed are as principals, agents, or otherwise, to do in any part of the world any and every one of the things herein set forth or permitted by law, to the same extent as natural persons might and could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have power:

(a) To manufacture, construct, trade, sell, buy, and deal either at retail or wholesale in all kinds of new and used machinery, appliances, equipment, plants, supplies, and merchandise of every kind and description whatsoever.

(b) To enter into, make, perform and carry out any and all contracts or agreements of every kind, amount and character with any person, firm, association, corporation, Federal or State government or any political subdivision, or corporation or agency thereof.

(c) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, personal property of every kind and character, debts, dues and demands or causes of action, and each and every kind of personal property, evidences of debts, bonds, stocks of this and other corporations, both public and private, which the Corporation may deem necessary and convenient for its business or otherwise.

(d) To borrow and lend money from and to any person, firm, corporation, association, or Federal or State government, or any political subdivision, or corporation or agency thereof, and to make, take and execute notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof, or by any other lawful manner or means, and to take and receive notes, bonds, mortgages, deeds of trust, or any evidence of indebtedness for the use and benefit of said Corporation, or otherwise.

(e) To own, hold, lease, or sublet, or to conduct on its own account, or for any person, firm, association, corporation, or federal or state government or any political subdivision, or corporation or agency thereof, all and every kind of merchandise, business or property necessary or proper to carry on an account of the business of said Corporation.

(f) To do and perform every act and thing necessary to carry out the above enumerated purposes, or calculated directly or indirectly to the advancements of the interest of the Corporation, or to the enhancement of the value of its stock, holdings, and property of any kind or character.

ARTICLE III

The corporate existence of this Corporation shall be perpetual.

ARTICLE IV

The location and post office address of the Corporation's registered office in this State shall be Box 869, Kello99, Idaho.

ARTICLE V

The total authorized number of par value shares is 50,000 each with a par value of \$1.00, having an aggregate par value of \$50,000.00. All stock shall be fully paid and nonassessable.

This corporation may at any time redeem the whole or any part of its common stock by paying therefore the net asset value as may be determined from time to time.

ARTICLE VI

The corporate powers of this Corporation shall be vested in a Board of Directors which shall consist of at least three and not more than five Directors, as may be determined from time to time by the By-Laws.

ARTICLE VII

Name, post office addresses and number of shares subscribed by each of the incorporators is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
James B. Bening	<u>Smelterville</u> , Idaho	1
H. J. Hull,	Box 709, Wallace, Idaho	1
Alden Hull	Box 709, Wallace, Idaho	1

ARTICLE VIII

In addition to the power conferred upon the shareholders by law to make, amend or repeal the By-Laws, the Directors shall have the power to repeal and amend the By-Laws and adopt new By-Laws, but such powers may be exercised


only by the whole Board of Directors.

ARTICLE IX

A Director or officer of the Corporation shall not, in the absence of actual fraud, be disqualified by his office from dealing or contracting with the Corporation, either as vendor, purchaser, or otherwise, and, in the absence of actual fraud, no transaction or contract of the Corporation shall be void or voidable by reason of the fact that any Director or officer or any firm of which any Director or officer is a member of any other corporation of which any Director or officer is a shareholder, officer or director, is in any way interested in such transaction or contract; provided such transaction or contract is or shall be authorized, ratified or approved either (1) by a vote of the entire Board of Directors, including the Director who is so interested or who is a member of a firm so interested or who is a shareholder, officer or Director of a corporation so interested; or (2) at a stockholders' meeting by a vote of the majority of the shares of stock of the Corporation represented at such meeting and then entitled to vote, or (3) by writing or writings signed by all of the outstanding shares of stock of the Corporation entitled to vote or by writing or writings signed by a majority of such holders, which shall have the same force and effect as though such authorization, ratification or approval were made by all the stockholders; and no Director or officer shall be liable to account to the Corporation for any profits realized by him from or through any such transaction or contract of the Corporation authorized, ratified or approved as aforesaid, by reason of the fact that he or any firm of which he is a member or any corporation of which he is a shareholder, officer or director was interested in such transaction. Nothing in this paragraph contained shall

IN WITNESS WHEREOF, we have hereunto set our hands this 12th
day of July, 1961.

day of July, 1961.


H. J. Hull

Alden Hull

On this 12th day of July, 1961, before me, the undersigned a Notary Public for the State of Idaho, personally appeared JAMES B. BENING, H. J. HULL, and ALDEN HULL, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

U. Throgmson

Notary Public in and for the State of
Idaho, Residing at Wallace, Idaho.