



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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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

MADISON-BRIDGE VILLAGE SHOWCASE, INC.

was filed in the office of the Secretary of State on the second day of August, A.D. One Thousand Nine Hundred Sixty-six and microfilm will be 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

Boise, from the date hereof, with its registered office in this State located at Ada, 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 2nd day of August, A.D., 1966.

Secretary of State.

ARTICLES OF INCORPORATION
OF
MADISON-GRIGG VILLAGE SHOWCASE, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being three or more natural persons of full age, at least two-thirds of whom are citizens of the United States or its territories or possessions, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I

That the name of this corporation shall be MADISON-GRIGG VILLAGE SHOWCASE, INC.

ARTICLE II

The objects and purposes for which this corporation is formed are: as principal, agent or otherwise to do in any part of the world any and every of the things herein set forth to the same extent as natural persons might or 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 carry on and conduct, in all its branches and departments, as principal or agent the business of retail or wholesale merchants of furniture, fixtures, household appliances and household furnishings of every type and character, and to buy and sell at wholesale or retail and to deal in all and every kind of machinery and electrical devices and apparatus now known or hereafter to be developed and to construct and to enter into contracts for the construction of and installation of electrical

devices and lighting equipment and all and every kind of machinery, building and supplies and to do all business incidental or in any way connected with the foregoing business and to engage in the manufacture and repair of such articles.

(b) To enter into, make, perform and carry out contracts of every kind, amount and character with any person, firm, association or corporation.

(c) To purchase, own, rent, lease, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, real property of every kind and character, and each and every kind of personal property, debts, dues and demands or choses of action, evidence of debts, bonds, stocks of corporations, both public and private.

(d) To borrow and lend money from and to any person, firm, association, 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 build any and all necessary shops, buildings, warehouses and structures at any place proper or convenient to carry on any or all of the business of said corporation.

(f) To purchase or otherwise acquire and own the corporate common and preferred stock and bonds of any other corporation, and also to purchase and acquire its own common stock insofar as not contrary to the laws of the State of Idaho.

(g) To purchase, lease or otherwise acquire, in whole or in part, the business, goodwill, rights, franchises, and property of every kind.

(h) In addition to the foregoing powers, also to

have all authority, powers and rights granted by the laws of the State of Idaho, and particularly Section 30-114, Idaho Code, and any amendments thereof.

(1) In general; to transact and do all such matters and things as are or shall be considered as conducive or incidental to each and every of the above purposes, and to conduct and carry on the business for which this corporation is organized alone and/or with others as co-partners or joint adventurers or otherwise, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation.

ARTICLE III

The registered office of this corporation and the principal place for transaction of its business is hereby designated as 810 Vista, Boise, Idaho.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The number of directors of this corporation shall be not less than three (3) nor more than five (5) in number.

ARTICLE VI

The amount of capital stock of this corporation is Fifty Thousand Dollars (\$50,000.00), divided into Five Hundred (500) shares of common stock, each of the par value of One Hundred Dollars (\$100.00) per share, and said stock shall be non-assessable.

ARTICLE VII

The name and post office address of each incorporator and number and class of shares for which each subscribes is:

Jack V. Madison
2108 Norcrest Drive
Boise, Idaho

1 share

Ronald L. Collins
523 Canyon
Nampa, Idaho

1 share

Gordon T. Grigg
8886 Overland
Boise, Idaho

1 share

IN WITNESS WHEREOF, we have hereunto set our hands
and seals this 1st day of August, 1966.

Jack V. Madison
Ronald L. Collins
Gordon T. Grigg

STATE OF IDAHO)
) ss.
County of Ada)

On this 1st day of August, 1966, before me,
the undersigned, a Notary Public in and for said State, person-
ally appeared JACK V. MADISON, RONALD L. COLLINS and GORDON
T. GRIGG, known to me to be the persons whose names are subscribed
to the foregoing instrument, and acknowledged to me that they
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal the day and year first above written.

Marion J. Callister
Notary Public for Idaho
Residing at Boise, Idaho

Mr. Louis Clapp
Secretary of State
Capital Building
Boise, Idaho

Dear Sir:

Please be advised that Madison-Grigg, Inc. has no objection to the use of the name of Madison-Grigg Village Showcase, Inc. as provided by the attached Articles of Incorporation and has consented to the corporation's use of such name.

Very truly yours,

MADISON-GRIGG, INC.

By Marion J. Callister
Jack Madison, President
attorney for
Madison-Grigg, Inc.