



CERTIFICATE OF INCORPORATION
OF

E. R. FRACHISEUR, CHARTERED

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 _____

E. R. FRACHISEUR, CHARTERED

duly signed pursuant to the provisions of the Idaho Business 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: **November 13, 1984**



SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
E. R. FRACHISEUR, CHARTERED

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, being a natural person of full age and a citizen of the United States of America and duly licensed to practice the profession of law in the State of Idaho, do hereby form a Corporation under the provisions of Chapter XIII, Title XXX, Idaho Code, and do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be E. R. FRACHISEUR, CHARTERED.

ARTICLE II

The term of the existence of this Corporation shall be perpetual.

ARTICLE III

The location and registered office of this Corporation shall be 115 North 2nd East, Mountain Home, Idaho 83647, and the registered agent of the Corporation shall be E. R. Frachiseur at that address. The mailing address of the Corporation shall be 115 North 2nd East, Mountain Home, Idaho 83647.

ARTICLE IV

The authorized capital stock of this Corporation shall be \$10,000.00 divided into ten shares at the par value of \$1,000.00. All of this stock shall have the same powers and voting rights and shall be non-assessable.

ARTICLE V

The sole and specific purpose for which this Corporation is organized shall be the general practice of law in this State and elsewhere.

ARTICLE VI

The holder of any shares in this Corporation may not transfer said shares or any of them to any person other than the Corporation or another holder of shares in this Corporation without first offering to sell such shares to the Corporation, and if the Corporation declines, within thirty days of such offer, to purchase such shares at the price offered by a non-stockholder, then the holder of the shares for sale must offer the same to the other shareholders at the same price, and in proportion to the number of shares held by each. If such shareholders also decline to meet such offer of purchase, then the shares may be sold to any other qualified person, at a price not less than that offered to the Corporation or the shareholders.

ARTICLE VII

One director shall constitute the initial Board of Directors. This director, who is to serve until the first

annual meeting of stockholders or until his successor or successors be elected and qualified is as follows:

E. R. Frachiseur, 400 West 7th South,
Mountain Home, Idaho 83647

ARTICLE VIII

The name and address of the incorporator is as follows:

E. R. Frachiseur, 400 West 7th South,
Mountain Home, Idaho 83647

IN WITNESS WHEREOF, I, the undersigned, E. R.
FRACHISEUR, being the incorporator above-named, have
hereunto set my hand this 31st day of October, 1984.

E. R. Frachiseur
E. R. FRACHISEUR, Incorporator

STATE OF IDAHO)
) ss.
County of Elmore)

On this 31st day of October, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared E. R. FRACHISUER, 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.

Bennie L. Rodgers
Notary Public for Idaho
Residing in Mountain Home, Idaho