



CERTIFICATE OF AUTHORITY  
OF

AMISTAD, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of an Application of AMISTAD, INC.

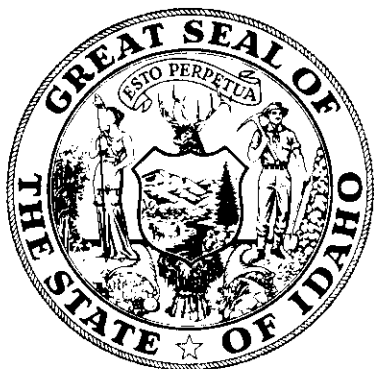
\_\_\_\_\_ for a Certificate of Authority to transact business in this State,  
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have  
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of  
Authority to AMISTAD, INC.

to transact business in this State under the name AMISTAD, INC.

\_\_\_\_\_ and attach hereto a duplicate original of the Application  
for such Certificate.

Dated **June 10, 1983**



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is AMSTAD, INC.

\*The name which it shall use in Idaho is \_\_\_\_\_

3. It is incorporated under the laws of Utah

4. The date of its incorporation is March 23, 1983, and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is #1 Altawood Lane, Sandy, Utah 84092

6. The street address of its proposed registered office in Idaho is ~~352 Mayfield Stage,~~ 110 S. 7th 10th East, Mountain Home, Idaho 83647, and the name of its proposed registered agent in Idaho at that address is Alan D. Wilson, Attorney at Law

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Retail sales and

real estate development

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
James T. Montandon	President	#1 Altawood Lane, Sandy, UT 84092
Charles E. Hill	Vice-President	#1 Altawood Lane, Sandy, UT 84092
Jeri Montandon	Sec/Treas.	#1 Altawood Lane, Sandy, UT 84092
Glendora Hill	Director	#1 Altawood Lane, Sandy, UT 84092

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
50,000	common	\$1.00 par value per share

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>10,000</u>	<u>common</u>	<u>\$1.00 par value per share</u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated May 25, 1983

AMISTAD, INC.  
By James T. Miller  
Its \_\_\_\_\_ President  
and Jerry Montandon  
Its \_\_\_\_\_ Secretary

STATE OF IDAHO )  
 )ss:  
COUNTY OF ELMORE )

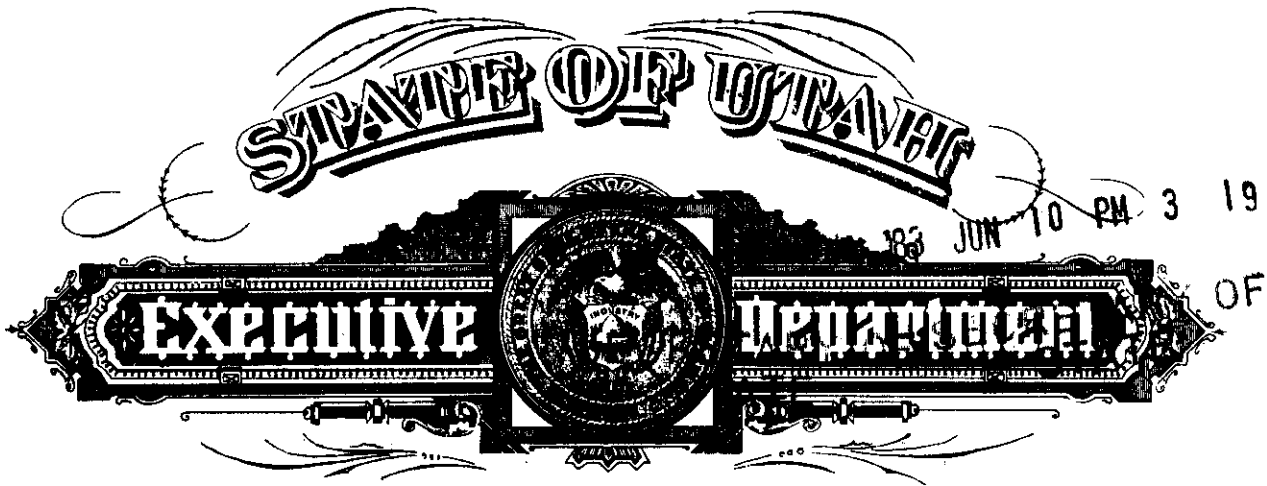
I, Alan D. Wilson, a notary public, do hereby certify that on  
this 25th day of May, 19 83, personally appeared before  
me James T. Montandon, who being by me first duly sworn, declared that he  
is the president of AMISTAD, INC.

that he signed the foregoing document as president of the corporation and that the statements therein contained are true.

Hand Wilson  
Notary Public

Residing at Mountain Home, ID

\*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



Office of the Lieutenant Governor

CERTIFICATE OF INCORPORATION

OF

AMISTAD

I, DAVID S. MONSON, LIEUTENANT GOVERNOR OF THE STATE OF UTAH, HEREBY CERTIFY THAT DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION FOR THE INCORPORATION OF

AMISTAD

DULY SIGNED AND VERIFIED PURSUANT TO THE PROVISION OF THE UTAH BUSINESS CORPORATION ACT, HAVE BEEN RECEIVED IN MY OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY, BY VIRTUE OF THE AUTHORITY VESTED IN ME BY LAW, I HEREBY ISSUE THIS CERTIFICATE OF INCORPORATION OF

AMISTAD

AND ATTACH HERETO A DUPLICATE ORIGINAL OF THE ARTICLES OF INCORPORATION. 102894.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, at Salt Lake City, this 23 day of MARCH, 19 83

*David S. Monson*  
LIEUTENANT GOVERNOR

FILED in the office of the Lieutenant Governor  
of the State of Utah, on the 23rd  
day of March A.D. 19 83

DAVID S. MONSON  
Lieutenant Governor

Filing Clerk

Fees

50.00

ARTICLES OF INCORPORATION  
OF  
AMISTAD

RECEIVED  
MAR 23 PM 3 10  
CLERK OF COURTS

102894

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Utah Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is AMISTAD.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The Corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be organized under said Act, including but not limited to the following:

- (a) To engage in the development of real estate.
- (b) To engage in the business of buying, selling, dealing in or with, in any manner whatsoever all manners of property, real or personal, and any interest therein.
- (c) To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, well, assign, transfer, exchange, or otherwise dispose of or deal in or with its own corporate securities to the extent permitted by law or stock or other securities, including without limitations, any shares of stock, bonds, debentures, notes, mortgages, or other obligations, and any certificates, receipts or other instruments representing rights or interests therein or any property or

assets created or issued by any person, firm, association, or corporation, or any government or subdivision, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted and unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

(d) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association or cooperative association with any corporation, association, partnership, individual or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business.

(e) To do each and everything necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or which may at any time appear conducive to or expedient for protection of benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might or could do in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

The foregoing provisions shall be construed both as purposes and powers and shall not limit or restrict in any manner the general powers of this Corporation and the enjoyment and exercise thereof as conferred by the laws of the State of Utah.

#### ARTICLE IV

The aggregate number of shares which the Corporation shall have the authority to issue is 50,000 shares of \$1.00 par value. All stock of the Corporation shall be of the same class, common, and shall have the same rights and preferences. Fully paid stock of the Corporation shall not be liable to any call and shall be nonassessable.

#### ARTICLE V

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each such amendment.

#### ARTICLE VI

The shareholders shall have no pre-emptive rights to acquire additional securities of the Corporation; and there shall be no cumulative voting by shareholders at any election of directors of the Corporation.

#### ARTICLE VII

The authorized and treasury stock of the Corporation may be issued at such time, upon such terms and conditions and for such consideration but not less than the par value thereof as the Board of Directors shall determine.

#### ARTICLE VIII

The Corporation will not commence business until consideration of a value of at least \$1,000.00 has been received for the issuance of shares.

#### ARTICLE IX

The address of the Corporation's initial registered office and the name of its original registered agent at such address is:

James T. Montandon  
#1 Altawood Lane  
Sandy, Utah 84092

#### ARTICLE X

The number of directors constituting the initial Board of Directors of the Corporation is four. The names and addresses of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify, are:

James T. Montandon

#1 Altawood Lane, Sandy, UT 84092

Jeri Montandon

#1 Altawood Lane, Sandy, UT 84092

Charles E. Hill

(u) #1 Altawood Lane, Sandy, UT 84092

Glendora Hill

(u) #1 Altawood Lane, Sandy, UT 84092

The names and address of each incorporator is:

Robert L. Wood

200 East South Temple  
Salt Lake City, UT 84111

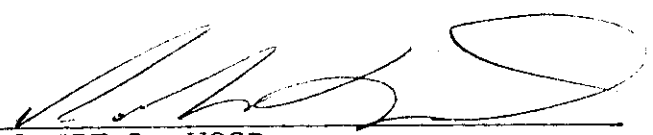
Mark W. Sperry

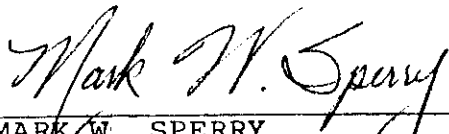
200 East South Temple  
Salt Lake City, UT 84111

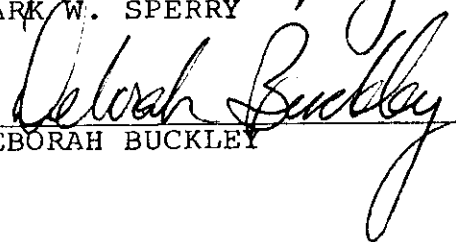
Deborah Buckley

200 East South Temple  
Salt Lake City, UT 84111

Executed this 28<sup>th</sup> day of February, 1983.

  
ROBERT L. WOOD

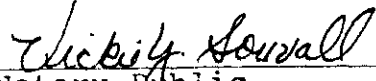
  
MARK W. SPERRY

  
DEBORAH BUCKLEY

STATE OF UTAH           )  
                              : ss.  
COUNTY OF SALT LAKE)

I, Thickly Lowell, a Notary Public hereby certify that on the 28<sup>th</sup> day of February, 1983, Robert L. Wood, Mark W. Sperry and Deborah Buckley personally appeared before me who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Dated this 28<sup>th</sup> day of February, 1983.

  
Notary Public  
Residing at: SJC, Utah

My Commission Expires:

11/1/84