

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

STODDARD LUMBER COMPANY, INC.

was filed in the office of the Secretary of State on the Fifth day  
of April A.D. One Thousand Nine Hundred Fifty-five and  
duly recorded on Film No. 90 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

Fifty (50) Years from the date hereof, with its registered office in this State located at

St. Anthony

in the County of

Fremont

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

5th day of April,

A.D., 1955 .

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
STODDARD LUMBER COMPANY, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That, we the undersigned, for the purpose of forming a corporation, under and by virtue of the laws of the State of Idaho, relating to private corporation, have this day voluntarily associated ourselves together and hereby agree as follows:

ARTICLE I

That the name of this corporation shall be and is "Stoddard Lumber Company, Inc.", and the principal place of business shall be St. Anthony, Fremont County, Idaho.

ARTICLE II

That the duration of this corporation shall be fifty (50) years, from and after the date of its incorporation, unless sooner dissolved or disincorporated pursuant to law.

ARTICLE III

That the names of the incorporators and their places of residence are as follows:

<u>Name</u>	<u>Residence and Address</u>
Dan S. Stoddard	
Calvin S. Stoddard	
William S. Stoddard	
LeRoy G. Stoddard	

ARTICLE IV

The purpose, object and pursuit of this corporation shall be to establish, operate, conduct, maintain, carry on, and transact a general lumber business within the County of Fremont, State of Idaho, but branch places of business each complete in itself for the conducting and carrying on of any part of the business of the corporation, or the whole thereof, may be established at such other places whether within or without the State of Idaho, within or without the United States; and the pursuit and object of this corporation

shall also be to buy, sell, own, distribute, and manufacture all kinds of lumber and building materials, and the further purpose of this corporation shall be to establish, operate, conduct, maintain, carry on, and transact a general saw mill for the purpose of sawing, and manufacturing lumber of all kinds and character, to own and maintain timber lands, logging equipment, equipment for cutting and trucking trees, water facilities, any and all other things pertaining to the saw mill business or the manufacturing of lumber and the distribution and transportation thereof, and to otherwise deal in all kinds of lumber and building materials, to buy and sell lumber and building materials and to deal in everything of any character pertaining to the operation, sale, and distribution of lumber, hardware, and building materials, to contract with persons, firms, associations, co-partnerships, corporations, and with municipal, county, state, and national governmental agencies within the United States, and/or with any and all other countries for the purpose and/or sale of any and all kinds of lumber, building materials, and commodities pertaining thereto; to deal in lumber, machinery, labor, or any other commodity which may be useful in the purchase or sale of timber and lumber or the transportation thereof and/or anything pertaining to said business including any and all kinds of machinery, real estate, personal property, and commodities of all kinds which may or may not pertain to said business, to buy, sell, lease, acquire, build, and operate warehouses, storage houses, lumber yards, and distribution plants of any and all kinds.

To purchase, sell mortgage, hypothecate, pledge, lease, or otherwise acquire, encumber, dispose of and deal in, either on its own behalf, or as agents for others, all kinds and character of property, real or personal, of this corporation or of any other corporation, firm or person, and while the owner thereof to exercise all the rights, powers and privilege of ownership, including, in the case of stocks, and shares, the right to vote thereon, and unless

otherwise prohibited by law, to incur debts, borrow and lend money, with or without security, and to endorse or otherwise guarantee obligation of others; to make, issue, and sell promissory, bills of exchange, bonds, debentures and other evidences of debts of all kinds; to secure payment of its notes, bills of exchange, bonds, debentures and other indebtedness if deemed necessary, by pledge, hypothecation, mortgage, deed of trust, or otherwise of all or any property than owned by the corporation, and if deemed best, and of any and all property acquired; to sell and exchange its promissory notes, bonds, debentures, and other evidence of indebtedness for property of any kind whatsoever, real or personal, and to sell or exchange the stock of this corporation, or any part thereof, for any purpose that the Board of Directors may determine, including the exchange of the corporation stock of this company or the corporate stock of any other corporation; subscribed for, purchase, or otherwise acquire, hold and own, or hold for investment purposes, with the same rights and privileges as to ownership as may be enjoyed by natural persons, and all kinds of shares, stocks, bonds, assets and/or obligations of any other corporation, and to purchase, sell, own, hold, pledge, or otherwise acquire or dispose of, shares of its own capitol stock acquired from stockholders or otherwise.

To do all things necessary and convenient to further the interests of this corporation and carry on the general purposes for which it is organized including the right to rent and/or lease real or personal property.

#### ARTICLE V

The total number of shares that may be issued by the corporation shall consist of One Thousand (1000) shares of common stock of the par value of One Hundred Dollars (\$100.00) per share, amounting to the total sum of One Hundred Thousand Dollars.(\$100,000.00)

The common stock shall be entitled to one vote for each share thereof issued and outstanding, and shall be the only stock of the corporation entitled to vote.

#### ARTICLE VI

That the incorporators and the amount of the capitol stock subscribed for by each, are as follows:

<u>Name</u>	<u>Number of Shares</u>
Dan S. Stoddard	250 Shares
Calvin S. Stoddard	25 Shares
William S. Stoddard	25 Shares
LeRoy G. Stoddard	25 Shares

#### ARTICLE VII

The officers of this corporation shall consist of not less than three nor more than five directors, each of whom shall be elected by the holders of a majority of the outstanding stock at any regular or special meeting called for that purpose; also, a President, Vice-President, Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. The office of the Secretary and the Treasurer may be held by the same person; the officers of this corporation shall hold office for the period of one year or until their successors are duly elected and qualified; each officer of this corporation in order to qualify as such, must be a common stockholder of this corporation and duly elected to such office as above set forth.

#### ARTICLE VIII

All stock of the corporation not subscribed for shall remain in the treasury as treasure stock and may be sold and issued by the corporation at such times and for such purposes and upon such terms and condidtions and to such persons as the Board of Directors may determine, including the power and authority to issue said stock for consideration other than cash, such as for labor and services performed and experienced.

#### ARTICLE IX

The private property of the stockholders of this corporation shall not be liable for the debts of the corporation.

#### ARTICLE X

The officers of this corporation elected from the date of its

incorporation and until their successors are duly elected and qualified, are as follows, to-wit:

Dan S. Stoddard, President

Calvin S. Stoddard, Secretary & Treasurer

William S. Stoddard, Director

LeRoy G. Stoddard, Director

IN WITNESS WHEREOF, We hereunto set our hands this 24<sup>th</sup>  
day of April, 1955, at Idaho Falls, Bonneville County, Idaho.

(SIGNED) Dan S. Stoddard  
Dan S. Stoddard

(SIGNED) Calvin S. Stoddard  
Calvin S. Stoddard

(SIGNED) William S. Stoddard  
William S. Stoddard


(SIGNED) LeRoy G. Stoddard  
LeRoy G. Stoddard

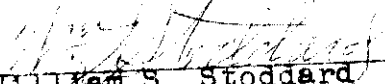
STATE OF IDAHO )  
COUNTY OF BONNEVILLE ) ss.

Dan S. Stoddard, Calvin S. Stoddard, William S. Stoddard, and LeRoy G. Stoddard, being first duly sworn on oath, each for himself and not for the other, deposes and says:

That he is a citizen of the United States and a resident of Idaho Falls, County of Bonneville, State of Idaho; over the age of twenty-one (21) years; and he is one of the incorporators named in the foregoing Articles of Incorporation; that it is his bona fide intention and the bona fide intention of each of the subscribers of this agreement to commence and carry on the business mentioned in the foregoing agreement; that the stock subscribed for by the incorporators has been paid and that the foregoing Articles of Incorporation were duly signed by the respective incorporators therein set forth.

  
Dan S. Stoddard

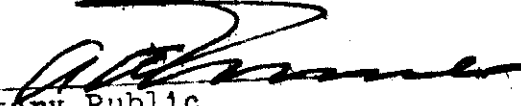
  
Calvin S. Stoddard

  
William S. Stoddard

  
LeRoy G. Stoddard

Subscribed and sworn to before me this 17th day of April

1955.

  
Notary Public  
Residence and P. O. Address  
Idaho Falls, Idaho

(SEAL)