



**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

**ALBERT WILKINS, INCORPORATED**

was filed in the office of the Secretary of State on the **Thirtieth** day  
**December** **Sixty-five**  
**with** **be** A.D. One Thousand Nine Hundred **and**  
**microfilm**  
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 **Fifty**  
successors are hereby constituted a corporation, by the name hereinbefore stated, for **years existence**

**Bliss,** from the date hereof, with its registered office in this State located at **Coaling.**  
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,  
**30th** **December**  
this **65** day of  
A.D., 19 .

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 ALBERT WILKINS, INC.

4  
5 KNOW ALL MEN BY THESE PRESENTS: That we, the  
6 undersigned, all of whom are bona fide residents of the State  
7 of Idaho, and citizens of the United States of America, have  
8 this day voluntarily associated ourselves together for the  
9 purpose of forming a corporation under the laws of the State  
10 of Idaho. We hereby make, acknowledge, publish, declare and  
11 certify the following to be our Articles of Incorporation.

12 ARTICLE I.

13 The name of this corporation shall be ALBERT  
14 WILKINS, INCORPORATED, known and referred to as ALBERT  
15 WILKINS, INC.

16 ARTICLE II.

17 The objects and purposes for which this corporation  
18 is formed are as principal, agent, or otherwise, to do in any  
19 part of the world any and every of the things herein set forth  
20 to the same extent as natural persons might and could do.  
21 In furtherance thereof and not in limitation of, the general  
22 powers conferred by the laws of the State of Idaho, we expressly  
23 provide that this corporation shall have the following objects,  
24 powers, rights and privileges:

25 GENERAL PROVISIONS: The general nature of the  
26 business shall be the acquiring, purchasing, leasing and  
27 operating of all commercial enterprises of every type, nature  
28 or description, including but not limited to the operation of  
29 cafes, restaurants, clubs, motels, hotels, recreational areas,  
30 amusement parks, service stations, investments in real estate,  
31 leasehold rights, inventories, stocks, bonds, personal property,  
32 both tangible and intangible, and further, to engage in any

1 related business directly or indirectly related to commercial  
2 enterprises.

3 ARTICLE III.

4 SPECIAL PROVISIONS: (a) To acquire, own or  
5 operate any type of mercantile establishment at wholesale or  
6 retail, and to buy, sell, barter, exchange, and generally deal  
7 in all types of goods, wares and merchandise which, either  
8 directly or indirectly, pertain to or even remotely assist in  
9 any commercial enterprise, or any other commercial business  
10 directly or indirectly related thereto.

11 (b) To manufacture, prepare, construct, assemble,  
12 grow, raise, buy, sell, lease, hire, repair, store, operate,  
13 install, loan, and generally deal in any crops, meats, goods,  
14 wares and merchandise of every type, nature or description  
15 which will directly or indirectly, remotely or otherwise, affect  
16 the general over-all operating of any commercial enterprise,  
17 or any other commercial business directly or indirectly related  
18 thereto.

19 (c) (1) To maintain and operate storage ware-  
20 houses and cold storage plants and establishments, and the  
21 storage and deposit of any and all perishable items, or of  
22 any meats, crops, construction material, materials, and to  
23 conduct all business appertaining thereto, including making  
24 advances on goods and merchandise stored and deposited  
25 with it, and to have and receive the rights and emoluments  
26 thereunto belonging.

27 (c) (2) To engage in any business providing  
28 services to the general public, including but not limited to  
29 laundromats, beauty salons, barber shops, grocery stores,  
30 the sale and dispensing of all foods, merchandise, and wares  
31 of every type, nature or description; to provide accommodations  
32

1 to the general public while traveling away from home, of every  
2 type, nature or description.

3 (d) To purchase, lease, license, permit or  
4 otherwise acquire by concession, license, grant, claim or  
5 otherwise, any lands, mines, minerals, mineral rights, buildings,  
6 easements, rights or privileges, machinery, plant, equipment, motor  
7 vehicles, water rights, and other effects whatsoever which may  
8 be convenient from time to time for any of its purposes.

9 (e) To apply for or purchase or otherwise  
10 acquire, and to grant licenses for the use of and to sell,  
11 assign or otherwise deal in and use, patents, patent rights,  
12 privileges, licenses, trade marks, trade names, devices of  
13 every sort and description necessary or incidental to the  
14 purposes specified hereinabove.

15 (f) To purchase, hold, sell, improve, lease,  
16 and enjoy real estate; to erect, manage, care for and maintain,  
17 extend and alter buildings thereon, and to lease, mortgage,  
18 encumber, and sell the same in such parts or parcels, improved  
19 or unimproved, and on such terms as to time and manner as may  
20 be agreed upon.

21 (g) To purchase, lease, or otherwise acquire,  
22 in whole or part, the business, good will, rights, franchises  
23 and property of every kind, and to undertake the whole or any  
24 part of the assets or liabilities, of any person, firm,  
25 association or corporation engaged in or authorized to conduct  
26 any business similar to any business authorized to be conducted  
27 by this corporation, or by owning property necessary for its  
28 purposes, and to pay for the same in cash, in the stock or  
29 bonds of this corporation, or otherwise; to hold or in any  
30 manner dispose of the whole or any part of the business or  
31 property so acquired, and to exercise all the powers necessary  
32 or incident to the conduct of such business.

1 (h) Subject to the provisions of law, the  
2 corporation may purchase, hold, sell or transfer the shares  
3 of its own capital stock; provided it shall not use its  
4 funds or property for the purchase of its own shares of  
5 capital stock when such use would cause any impairment of its  
6 capital.

7 (i) To hold, purchase or otherwise acquire,  
8 or be interested in, and to sell, assign, pledge or otherwise  
9 dispose of, shares of the capital stock, bonds or other  
10 evidence of debt issued or created by any other corporation,  
11 whether now or hereafter organized; and while the holders of  
12 such shares of stock, to exercise all the rights and privileges  
13 of ownership, including the right to vote thereon, to the same  
14 extent as a natural person might or could do.

15 (j) In the purchase or acquisition of property,  
16 business, rights, or franchises, or for additional working  
17 capital or for any other object in or about its business or  
18 affairs, and without limits as to amount, to incur debt, and to  
19 raise, borrow and secure the payment of money in any lawful  
20 manner, including the issue and sale or other disposition of  
21 bonds, warrants, debentures, obligations, negotiable and  
22 transferable instruments and evidences of indebtedness of all  
23 kinds, whether secured by mortgage, pledge, deed of trust or  
24 otherwise.

25 ARTICLE IV.

26 STATUTORY PROVISIONS:

27 (a) That a majority of the total Board of  
28 Directors shall constitute a quorum for the purpose of trans-  
29 action of business and each and every decision by a majority  
30 of said quorum of said Board of Directors shall be valid and  
31 operative as a corporate act.

1 (b) That all the meetings of the Board of  
2 Directors shall be held at the principal office of the  
3 corporation at Bliss, Gooding County, State of Idaho, or such  
4 other place or places within or without this State for the  
5 transaction of any business of the corporation as the Directors  
6 may by resolution or by the By-Laws provide.

7 (c) That these Articles of Incorporation may be  
8 amended in any respect conformable to the laws of the State  
9 of Idaho by a majority vote of the outstanding capital stock  
10 thereof at a stockholders meeting called for that purpose,  
11 PROVIDING, HOWEVER, the original purposes of the corporation  
12 shall not be altered nor shall the capital stock be diminished  
13 to an amount less than fifty per cent (50%) in excess of the  
14 indebtedness of the corporation.

15 (d) That the stockholders of this corporation  
16 shall not be personally or individually liable for the debts  
17 of the corporation, PROVIDING, HOWEVER, they may become  
18 individually liable on any given loan upon their executing  
19 their consent to so become liable, in writing.

20 ARTICLE V.

21 That the location and post office address of  
22 the registered office and principal place of business of said  
23 corporation in the State of Idaho is in Bliss, County of  
24 Gooding, State of Idaho.

25 ARTICLE VI.

26 That the term for which said corporation is to  
27 exist is fifty years from and after the date of its  
28 incorporation unless sooner dissolved by process of law.

29 ARTICLE VII.

30 That the amount of the capital stock of said  
31 corporation shall be in the total amount of 2,000 shares of  
32 common stock. That said common stock shall have no par value.

1 That said common stock shall have a voting right of one vote  
2 per share; said votes may be cumulative, as provided by the  
3 laws of the State of Idaho and these Articles of Incorporation;  
4 Said common stock shall be non-assessable.

5 ARTICLE VIII.

6 The power to make, amend or repeal by-laws shall  
7 be in the shareholders who may delegate such power to the  
8 Board of Directors as provided by law, providing further, that  
9 such power may be exercised by a majority vote of the allotted  
10 shareholders or directors, as the case may be.

11 ARTICLE IX.

12 The business of such corporation shall be managed  
13 by a board of directors of not less than three and not more  
14 than five directors, and the number, qualifications, terms  
15 of office, manner of election, and powers and duties of such  
16 directors shall be such as may be prescribed by law, these  
17 Articles, and such by-laws as may be adopted.

18 ARTICLE X.

19 That the following named persons shall serve as  
20 officers and directors until their successors are duly  
21 elected and qualified, to-wit:

22 Director and President: Albert Wilkins, residing  
23 at Bliss, Idaho

24 Director and Vice President: Jack M. Murphy, residing  
at Shoshone, Idaho

25 Director and Secretary-Treasurer: Noel Pratt,  
26 residing at 1451 E. Alameda St., Pocatello,  
Idaho.

27 ARTICLE XI.

28 That the Board of Directors, at its first  
29 organizational meeting, shall elect one member of the Board  
30 of Directors to act as General Manager of this corporation,  
31 whose duties and responsibilities shall be prescribed by  
32 the By-laws and resolutions of the Board of Directors which

