



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

WEISER INDUSTRIAL CORPORATION

was filed in the office of the Secretary of State on the **28th** day
of **August** A.D. One Thousand Nine Hundred **Fifty-seven** and
duly recorded on Film No. **99** 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 from the date hereof, with its registered office in this State located at
Weiser in the County of **Washington**

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 **28th** day of **August**,
A.D., 19**57**.

Secretary of State.

1 ARTICLES OF INCORPORATION
2 OF
3 WEISER INDUSTRIAL CORPORATION.

4 KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all
5 being natural persons of lawful age and citizens of the United States
6 of America, in order to form a corporation for the purposes herein-
7 after stated, pursuant to the general business corporation laws of
8 the State of Idaho, do hereby certify as follows:

9 ARTICLE I.

10 The name of this corporation is, and shall be, Weiser
11 Industrial Corporation.

12 ARTICLE II.

13 The purposes for which this corporation is formed are as
14 follows, to-wit:

15 (a) To promote, establish and encourage industrial, commer-
16 cial and business interest in or near the City of Weiser, Idaho,
17 for the purposes to cooperate financially or otherwise with any
18 person, firm, corporation, partnership or association incorporated,
19 or unincorporated, and whether domestic or foreign.

20 (b) To transfer by sale and exchange, gift or otherwise any
21 of the property of the corporation in such manner as may be deemed
22 advisable to carry out any of the corporate purposes.

23 (c) Directly or through ownership of stock in any corporat-
24 ion by joint venture with such corporation or with any person or
25 persons, or unincorporated association to purchase, lease, exchange
26 or otherwise acquire real and personal property of every kind or
27 any interest therein or to take or give option upon the same to
28 erect, construct, maintain, improve, rebuild, alter, manage, operate
29 and control all kinds of buildings, houses, hotels, apartments,
30 stores, offices, warehouses, mills, shops, factories, machinery and
31 plants and all structures or erections of any description on any
32 lands whether owned, held or leased by this corporation or otherwise,

1 and to lease or sublet the same or any part thereof, and to
2 mortgage, encumber, exchange, assign, transfer, convey, pledge or
3 otherwise, alienate or dispose of any such property, rights or
4 interest.

5 (d) To purchase or otherwise acquire, hold, manufacture,
6 sell, exchange, mortgage, pledge, hypothecate, deal in and dispose
7 of commodities, building material and all other personal and real
8 property of every kind and any interest therein.

9 (e) To purchase or otherwise acquire, hold, sell, exchange,
10 pledge, hypothecate, underwrite, deal in and dispose of stocks,
11 bonds, notes, debentures, mortgages, shares, certificates of sale
12 and all other evidences of indebtedness and obligations or secur-
13 ities of any corporation, partnership or entity or person, domestic
14 or foreign, or of any domestic or foreign state, government or
15 political subdivision thereof.

16 (f) To borrow or raise money for any of the purposes of the
17 corporation and from time to time without limit as to amount to
18 draw, make accept, endorse, execute, issue and grant promissory
19 notes, drafts, bills of exchange, warrants, options, bonds,
20 debentures and any other negotiable or unnegotiable instruments,
21 evidences of indebtedness or of securities and to execute
22 mortgages or other security instruments of any kind.

23 (g) To purchase or otherwise acquire, undertake, carry on,
24 improve or develop all or any of the business, good will, rights,
25 assets, liabilities of any person, firm, business, unincorporated
26 association or corporation carrying on any industrial, commercial
27 or other business in the City of Weiser, Idaho, or elsewhere and
28 to hold, utilize, manage, operate and in any manner dispose of the
29 rights and property so acquired.

30 (h) To enter into any lawful arrangements for share in
31 profits, union of interest, reciprocal concession or cooperations
32

1 with any corporation, partnership, individual, governmental,
2 municipal or public authority, domestic or foreign in the carrying
3 on of any business which the corporation is authorized to carry on
4 or any business or transaction deemed necessary, convenient or
5 incidental to the carrying out of any of the purposes of the
6 corporation.

7 (i) To enter into and make all necessary contracts for its
8 business with any person, entity, partnership, unincorporated
9 association, corporation, domestic or foreign, or of any domestic
10 or foreign state, government or governmental authority or of any
11 political or administrative subdivision or department thereof and
12 to perform and to carry out, assign, cancel or rescind any such
13 contracts.

14 (j) To exercise all or any of the corporate powers and to
15 carry out all or any of the purposes enumerated therein or other-
16 wise granted or permitted by law while acting as agent, nominee or
17 attorney in fact for any persons or corporations and to perform
18 any service under contract or otherwise for any corporation,
19 unincorporated association, partnership, firm, individual or other
20 entity, and in such capacity or under such arrangement to develop,
21 improve, stabilize, strengthen or extend the property and commercial
22 interest thereof and to aid, assist or participate in any lawful
23 enterprise in connection therein, or incidental to such agency,
24 representation or service, and to render any other service or
25 assistance insofar as it may lawfully do.

26 (k) To bid upon and purchase at foreclosure or at any other
27 sale public or private, real or personal property or any rights or
28 interest therein.

29 (l) To lay out, grade, pave and dedicate roads, streets,
30 avenues, alleys, highways, courts, paths, walks, parks and play-
31 grounds.

32

1 (m) To purchase, hold, sell, exchange or transfer, or other-
2 wise deal in shares of its own capital stock, bonds, or other
3 obligations from time to time to such an extent and in such manner
4 and upon such terms as its Board of Directors shall determine,
5 provided, however, that shares of its own capital stock belonging
6 to this corporation shall not be voted upon directly or indirectly.

7 (n) To conduct business in any state or foreign country
8 and to maintain offices therein subject to the laws of such
9 jurisdiction.

10 (o) To accept by gift in every manner any and all types
11 of property, rights of states and all evidences thereof.

12 (p) To utilize any property of the corporation in any
13 manner to which the same may be adapted and for this purpose to
14 operate and conduct for profit or otherwise any business or
15 occupation necessary, proper or convenient for the utilization
16 thereof.

17 (q) To own real and personal property of every kind or
18 description whatsoever, or any right or interest therein, and to
19 manage, control, use and deal with the same in any manner not
20 prohibited by law.

21 Nothing herein contained shall be deemed or construed as
22 authorizing or permitting or purporting to authorize or permit
23 the corporation to carry on any business, exercise any power or do
24 any act which the said corporation may not by law lawfully carry
25 on, exercise or do.

26 The purposes and powers specified in the clauses contained
27 in this article are to be construed both as purposes and powers
28 and shall, except as otherwise expressed in this article, be in
29 nowise limited or restricted by reference to or inference from the
30 terms of any other clause of this or any other article herein
31 contained but each of the purposes and powers specified in this
32 article shall be regarded as independent purposes and powers and

Articles of Incorporation.

1 the specifications herein contained of particular powers is not
2 intended to be, and shall not be held to be in limitation of
3 general powers herein contained or in limitation of the powers
4 granted to corporations under the laws of the State of Idaho, but
5 it is intended to be and shall be held to be in furtherance there-
6 of.

7 ARTICLE III.

8 The principal place of transaction of business of this
9 corporation, and it's post office address and registered office
10 shall be at Weiser, Washington County, Idaho, but the corporation
11 may establish and maintain such subordinate and branch offices as
12 may be hereafter decided or determined upon by the corporation by
13 or through it's Board of Directors.

14 ARTICLE IV.

15 The period for which this corporation shall exist shall be
16 perpetually from and after the date of filing these articles of
17 incorporation.

18 ARTICLE V..

19 That the total authorized capital stock of this corporation
20 shall be One Hundred Thousand (\$100,000.00) Dollars divided into
21 one thousand (1,000) shares of the par value of One Hundred
22 (\$100.00) Dollars each per share all of equal classification
23 without priority one over the other and fully paid and nonassess-
24 able.

25 ARTICLE VI.

26 The name and post office address of each of the incorporators
27 and the number of shares subscribed by each subscriber and the
28 par value thereof is as follows:

29	Name	Post Office Address	No. of Shares	Par Value per Share
30	Gene P. Stanford	Weiser, Idaho	2	\$100.00
31	T. O. Chamberlin	Weiser, Idaho	2	100.00
32	Harold L. Ryan	Weiser, Idaho	2	100.00

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32

ARTICLE VII.

The manner, time and place of holding the general annual meeting, adjourned meetings and special meetings of the stockholders and of the directors of this corporation and of the number to serve as directors of the corporation and the method of conducting the business of this corporation shall be provided by the By-Laws hereafter to be adopted by this corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set our hands and seals this 22nd day of August, 1957.

Gene P. Stanford
T. O. Chamberlin
Harold L. Ryan

STATE OF IDAHO }
County of Washington } ss:

On this the 22nd day of August, 1957, before me, the undersigned, a Notary Public in and for said State, personally appeared GENE P. STANFORD, T. O. CHAMBERLIN and HAROLD L. RYAN, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.

Dorothy Perkins
Notary Public for Idaho,
Residing at Weiser, Idaho.