

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

KELAN'S CIGAR STORE, INC.

was filed in the office of the Secretary of State on the **Fifth** day of **July** A. D. One Thousand Nine Hundred **Forty-Six** and is duly recorded on Film Roll No. **7** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103 and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.

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 **50 years' existence** from the date hereof, with its registered office in this State located at **Idaho Falls** in the County of **Bonneville** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise, the Capital of Idaho, this **Fifth** day of **July**, in the year of our Lord one thousand nine hundred **forty-six**, and of the Independence of the United States of America the One Hundred **Seventy-First**.

Secretary of State.

Articles of Incorporation of

KELLAR'S CIGAR STORE, INC. ✓

BE IT REMEMBERED that we, the undersigned citizens of the United States, of full age and residents, as hereinafter designated, have, and by these presents do associate ourselves together as a nonprofit, cooperative association and to that end have, and by these presents do adopt, declare, and publish the following Articles of Incorporation.

Article I.

That the name of said cooperative association shall be KELLAR'S CIGAR STORE, INC.

Article II.

That said association shall be formed for the purposes hereinafter enumerated, but not for pecuniary gain or profit.

Article III.

That the purposes for which said cooperative association is formed are to establish and maintain a club room at Idaho Falls in Bonneville County, Idaho, for the convenience, pleasure, and recreation of the members of said association; to acquire by lease, purchase, or otherwise, and to receive, mortgage, dispose of, or convey such real property, fixtures, and equipment, and other personal property as may be necessary to carry out the purpose of said association, and to own, conduct, and operate coin-operated amusement devices. It is further expressly provided that said association shall not carry on nor engage in any business for gain or profit, and that said association is not organized and shall not be conducted for the purpose, directly or indirectly, of fixing the price, or regulating the production, of any article of commerce or of product of the soil, or of consumption by the people.

Article IV.

That the registered office of said association shall be at Idaho Falls, Idaho.

Article V.

That the term for which said association shall exist is fifty years.

Article VI.

That the number of directors of said association shall be three, to be elected annually.

Article VII.

That the rights and interests of all members of said association shall be equal, and no member shall have or acquire a greater interest therein than any other member; that said association shall issue membership certificates to each member thereof, which certificates shall not be assigned in such manner that the transferee thereof can, by such transfer, become a member of the association, except by resolution of the Board of Directors and under such regulations as the by-laws may prescribe; that said membership certificates shall not entitle any person to any interest in the assets of said association; that the number and qualifications of members, the terms and conditions of admission, the fees for admission, the assessment of dues to carry on the business of the association, and other regulations consonant with the objects of the association and not repugnant to the laws of the State of Idaho shall be as the by-laws may prescribe.

Article VIII.

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

Preston A. Parkinson, Idaho Falls, Idaho
LaVaun Parkinson, Idaho Falls, Idaho
Roger Hogan, Idaho Falls, Idaho
Alvin Cook, Idaho Falls, Idaho
Fred L. Kellar, Idaho Falls, Idaho.

Article IX.

That the names and places of residence of the persons chosen to be directors for the first year are as follows:

Preston A. Parkinson, Idaho Falls, Idaho
LaVaun Parkinson, Idaho Falls, Idaho
Roger Hogan, Idaho Falls, Idaho

Article X.

That the executive officers of the association shall be a President, Vice-President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by the same person. Such executive officers shall be elected by the Board of Directors immediately following their election at the annual meeting of the members.

Article XI.

That the Board of Directors shall have power to fill any vacancy in the Board of Directors, or any other office, and to repeal and amend the by-laws and adopt new by-laws.

IN WITNESS WHEREOF, we have hereunto set our hands this 3rd day of July, 1946.

Preston A. Parkinson
LaVaun Parkinson
Fred L. Kellar
Roger B. Hogan
Alvin Cook

STATE OF IDAHO)
 : ss
COUNTY OF BONNEVILLE)

On this 3rd day of July, 1946, before me, a notary public in and for said County and State, personally appeared Preston A. Parkinson, LaVaun Parkinson, Roger Hogan, Alvin Cook and Ind L. Beelan, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, and acknowledged to me that they 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.


Notary Public for Idaho
Residing at Idaho Falls, Idaho