



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

TWIN FALLS TRAILER SALES, CO.

was filed in the office of the Secretary of State on the **Twenty-sixth** day
of **January** A.D. One Thousand Nine Hundred **Sixty-six** and
will be
/duly recorded on **EXHIBIT** microfilm 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
Ninety-nine years from the date hereof, with its registered office in this State located at
Twin Falls in the County of **Twin Falls**.

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 **26th** day of **January**,
A.D., 1966 .

Secretary of State.

ARTICLES OF INCORPORATION
OF
TWIN FALLS TRAILER SALES CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and have adopted, and by these presents do adopt, the following Articles of Agreement, to-wit:

ARTICLE I

Name and Place of Business

The corporation hereby created shall bear the name TWIN FALLS TRAILER SALES, CO. and it is organized at and its place of business is Twin Falls, Twin Falls County, State of Idaho. Other offices and branches may be established elsewhere within, or outside the State of Idaho, at the discretion of the Board of Directors.

The location and post office address of the registered office of the corporation in the State of Idaho shall be:

TWIN FALLS TRAILER SALES CO.
c/o 2590 North Yellowstone Highway
Idaho Falls, Idaho

ARTICLE II

Incorporators

The names of the incorporators and places of residence, the amount of capital stock for which severally and respectively they do hereby subscribe are as follows:

<u>NAME</u>	<u>RESIDENCE</u>	<u>NUMBER OF SHARES</u>
Max Siegel	1444 Harvard Avenue Salt Lake City, Utah	15
Eva Siegel	1444 Harvard Avenue Salt Lake City, Utah	15
Dan Siegel	4345 Zarahemla Avenue Salt Lake City, Utah	15
Valerie S. Richter	500 West Clarendon Phoenix, Arizona	15

All of the above incorporators are full-age citizens of the United States of America.

ARTICLE III

Duration

The duration of this corporation's existence shall be 99 years from and after the date of incorporation, unless sooner dissolved pursuant to law.

ARTICLE IV

Purposes and Powers

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

- a. To buy, sell, trade and deal in and handle all makes and kinds of trailers, housetrailers, semi-trailers, and motor vehicles, and all parts and accessories for the same.
- b. To lease, build, purchase, or otherwise acquire real property on which to transact the said business and in connection with the operation of said business to lease, handle, and sell such other items of property as may be necessary to carry on the business of the corporation.
- c. To conduct and carry on any other business which may seem advantageous or useful in connection with the general business of the corporation and to manufacture or prepare for market any goods or equipment which the corporation may use or require in connection with its business.
- d. To purchase or otherwise acquire, own, lease, hold, sell, exchange, assign, transfer, mortgage or otherwise dispose of and to invest, trade, and deal in and use real and personal property and any and all interest therein.
- e. To enter into any kind of agreement or contract cooperative or profit sharing plan with its officers or employees.
- f. To purchase, lease, or otherwise acquire in whole or

in part the business, control, rights, franchise, and property of every kind and to undertake the whole or any part of the assets or liabilities of any persons, firm, association, or corporation engaged in or authorized to conduct any business similar to any business authorized to be conducted by this corporation or owning property necessary or suitable for its purposes, to pay for the same in cash, in stock, or both of this company or otherwise; to hold or in any manner dispose of the whole or any part of the business or property so acquired and to exercise all the powers necessary or incidental to the conduct of such business.

g. To borrow money, to issue bonds, debentures, notes or other obligations of this corporation from time to time for any of the objects or purposes of this corporation.

h. To mortgage, pledge, apothecate, and/or convey in trust part or all of its property to secure the payment thereof.

i. To discount, negotiate promissory notes, drafts, bills of exchange and other evidences of debt; to enter into, make, perform, and carry out contracts of every kind for any lawful purpose, without limit as to any amount, with any person, firm, association, corporation, municipality, state or government, or any sub-division, district, or department thereof.

j. To lease, build, purchase, or otherwise acquire or operate a mobile home park.

k. To carry on any other business in connection therewith.

l. The objects specified herein, except where otherwise expressed, shall in no way limit or restrict by reference to, or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Idaho.

ARTICLE V

Capital Stock

The total number of shares of stock which this corporation is authorized to issue is 250 shares of a par value of \$100.00 per share, total authorized capital stock \$25,000.00.

ARTICLE VI

Officers

The number and kind of officers of this corporation shall be as follows: A Board of three directors to be elected by the stockholders; a president, one vice-president, and a secretary-treasurer, and such other officers as may be appointed from time to time by the Board of Directors.

Any director or officer of the corporation may be removed for cause at a stockholder's meeting, either general, or special, by a vote of two-thirds of the outstanding stock of the corporation entitled to vote and any officer or director may resign by filing with the secretary a written resignation. Such resignation to take effect when accepted by the Board of Directors.

The election of directors shall occur at the annual meeting of the stockholders to be held on the second Monday in February of each year, if not a legal holiday, and if a legal holiday, then on the next business day following.

The president, vice-president and secretary-treasurer shall be chosen and elected by the Board of Directors and the Board of Directors shall have authority to fill any vacancy created in any of the foregoing offices.

The directors and officers appointed to act until the election and qualification of their successors unless they previously resign or are removed are as follows; to-wit:

Max Siegel	President and Director
Eva Siegel	Vice-President and Director
Dan Siegel	Secretary-Treasurer and Director
Valerie S. Richter	Director

The terms of office of the officers of this corporation shall be for one year and until their successors are duly elected and qualified.

ARTICLE VII

Board of Directors

The Board of Directors shall adopt By-Laws which shall provide for a quorum, notices of meetings and such other regularions as they may deem proper for the management of the affairs of the corporation.

In furtherance, but not in limitation of the powers conferred by the laws of the State of Idaho and these Articles of Incorporation, the board of Directors are expressly authorized:

To sell, mortgage, or otherwise dispose of any and all of the property of the corporation and to create, make, and issue mortgages, bonds, deeds, trust agreements, and negotiable or transferable instruments, securities, and do every other act and thing necessary and desirable to carry on the business of the corporation.

ARTICLE VIII

Stockholders Meetings

No notice of the annual stockholder' meeting shall be required.

Special meetings of the stockholders may be called by the President or a majority of the directors and notice thereof shall be sufficient if it is personally served in writing on each stockholder or by letter mailed to him at his last known place of residence at lease five days before the date of such meeting.

ARTICLE IX

Assessments

The capital stock of this corporation shall not be assessable for any purpose.

ARTICLE X

Stockholders - Debts of Corporation

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

ARTICLE XI

Amendment of Articles

The Articles of Incorporation herein may be amended by a majority of the outstanding stock of the corporation at any duly held meeting of the stockholders.

WITNESS our hands this 14 day of Jan., 1966.

Max Siegel

Eva Siegel

Valerie S. Richter

Dan Siegel

STATE OF UTAH)
 :
COUNTY OF SALT LAKE)

On this 14 day of Jan., 1966 before me, Wesley D. Webb, Notary Public in and for the said County and State, personally appeared Max Siegel, Eva Siegel, Dan Siegel, and Valerie S. Richter known to me to be the persons whose names are subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

Wesley D. Webb
NOTARY PUBLIC