



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

BOISE INDUSTRIAL FOUNDATION, INCORPORATED

was filed in the office of the Secretary of State on the **26th** day
of **February** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **101** 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

Boise in the County of **Ada**

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 **February**,
A.D., 19 **58**.

Secretary of State.

ARTICLES OF INCORPORATION OF
BOISE INDUSTRIAL FOUNDATION, INCORPORATED

* * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age, residents of the State of Idaho and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the general incorporation laws of the State of Idaho and acts amendatory thereof and supplemental thereto, do hereby certify as follows:

I

The name of the corporation shall be and is BOISE INDUSTRIAL FOUNDATION, INCORPORATED.

II

The location and postoffice address of the registered office of the corporation is 709 Idaho Street, Boise, Ada County, Idaho.

III

This corporation is to have perpetual existence.

IV

The purposes and objects for which the corporation is formed are:

(a) To promote, foster, and encourage the growth, development, and prosperity of the Boise Valley area, through a planned program to the end that industry and commerce from outside the area will locate therein; to keep and maintain the prosperity of the industry and commerce presently in the area, and to encourage the growth and expansion thereof;

(b) To purchase or otherwise acquire, own, hold, sell, or otherwise dispose of, rent, lease, improve, plat, subdivide, and mortgage real estate of all types and kinds within the State of Idaho; to acquire or construct buildings, houses, and other improvements to real estate, and to sell, lease, let, mortgage, exchange or otherwise dispose of the same, and of any interest and rights therein, all to the same extent as natural persons might or could do, and without limit as to amount;

(c) To acquire by purchase, subscription or otherwise, and to own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge, or otherwise dispose of any shares of capital stock, scrip, bonds, mortgages, securities, or evidences of indebtedness issued or created by any other corporation or association, public or private, and while the owner or holder thereof to possess or exercise in respect thereto any and all rights, powers, and privileges of ownership, including the right to vote thereon;

(d) To buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer, and deal in all kinds of personal property;

(e) To make, perform, and carry out contracts of every kind and description made for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, either public or private, or with the government, federal or state, or any agency thereof;

(f) To borrow money, to draw, make, accept, endorse, transfer, assign, execute, and issue bonds, debentures, promissory notes, and other evidences of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage, and/or pledge all or any part of its property or assets, real or personal, at any time owned or held by the corporation, upon such terms and conditions as the board of directors shall authorize, and as may be permitted by law;

(g) To organize, incorporate, and reorganize subsidiary corporations for any purpose permitted by law;

(h) To acquire, hold, sell, reissue, or cancel any shares of its own capital stock;

(i) To have one or more offices to carry on all or any part of its operations and business, and to do all and every thing necessary, suitable, convenient, or proper for the accomplishment of any of the purposes or for the attainment of any one or more of the objects herein named;

(j) To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the general corporation laws of said state or under any act amendatory thereof or supplemental thereto.

The foregoing clauses are to be construed both as objects and powers, and it is expressly hereby provided that enumeration herein of specific objects and powers shall not be held to restrict in any manner the general powers of the corporation; provided, however, that nothing contained herein shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation may not at that time lawfully carry on or do.

V

The amount of the capital stock of this corporation shall be and is \$250,000.00, divided into 10,000 shares of common stock of the par value of \$25.00 per share, said stock to be fully paid, nonassessable, and of equal rights and privileges.

VI

The names and postoffice addresses of the incorporators and the number of shares subscribed for by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. / SHARES</u>
Raymond E. Strawn	917 Idaho St., Boise, Idaho	1
Robert L. Hendren, Jr.	822 Jefferson St., Boise, Idaho	1
Wanek Stein	315 Capitol Blvd., Boise, Idaho	1
Anton E. Dropping	2504 Kootenai, Boise, Idaho	1
Thomas C. Frye	205 N. 10th St., Boise, Idaho	1
W. H. Burke	918 Idaho St., Boise, Idaho	1
William S. Campbell	900 Jefferson St., Boise, Idaho	1
James B. Cruzen	104 E. 37th St., Boise, Idaho	1
George Ganz, Jr.	709 Idaho St., Boise, Idaho	1
Lloyd E. Haight	212 Continental Bank Bldg., Boise	1
Paul L. Kohout	107 N. 7th St., Boise, Idaho	1
Marcel Learned	260 Sonna Bldg., Boise, Idaho	1
Fred H. Lillge	224 S. 11th St., Boise, Idaho	1
H. Paul Mills	702 S. 8th St., Boise, Idaho	1
Earl A. Olson	807 Idaho St., Boise, Idaho	1
C. F. Stahl	218 N. Capitol Blvd., Boise, Idaho	1
Walter R. York	2401 Main St., Boise, Idaho	1
Claude H. Leonard	8206 Fairview Ave., Boise, Idaho	1
Jess B. Hawley, Jr.	610 Eastman Building, Boise, Idaho	1

VII

The number of directors of this corporation shall be not less than seven nor more than fifteen; provided that the first board of directors of the corporation shall be fifteen in number. The shareholders may from time to time, as provided in the by-laws, within the limits above set forth, prescribe the number of the board of directors. The directors shall hold office until the next annual meeting of shareholders and until their successors are elected and qualified. The first board of directors of the corporation shall be elected within thirty days from the date of incorporation of the corporation.

The board of directors may elect, from the directors, an executive committee, consisting of not less than three nor more than five members, the number thereof to be determined by the board of directors, which executive committee shall, during the intervals between meetings of the board of directors, possess and may exercise all of the powers of the board of directors in the management and direction of the business and affairs of the corporation.

VIII

The private property of the shareholders of the corporation shall not be subject to the payment of corporate debts or obligations to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying the debts or obligations of the corporation.

IX

The board of directors of the corporation shall have the power to adopt, amend and repeal the by-laws of the corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals to these Articles of Incorporation this 26th day of February, 1958.


Raymond E. Strawn
Lloyd E. Haight
H. Paul Mills

[Signature]
James B. Hughes
Robert L. Henderson
Earl Olson
William S. Canine
Walter R. York
Frank T. [Signature]
[Signature]
George G. [Signature]
[Signature]
Arthur E. [Signature]
[Signature]
Charles H. Leonard
Paul L. [Signature]
James M. Hawley, Jr.
David Learned

STATE OF IDAHO)
) ss.
County of Ada)

On this 26th day of February, 1958, before me, the under-
signed, a Notary Public in and for said state, personally
appeared FRED H. LILLGE, JAMES B. CRUZEN, ROBERT L. HENDREN JR.,
EARL A. OLSON, WILLIAM S. CAMPBELL, WALTER R. YORK, WANEK STEIN,
W. H. BURKE, GEORGE GANZ JR., THOMAS C. FRYE, ANTON E. DROPPING,
C. F. STAHL, CLAUDE H. LEONARD, PAUL L. KOHOUT, JESS B. HAWLEY JR.,
MARCEL LEARNED, RAYMOND E. STRAWN, LLOYD E. HAIGHT and H. PAUL
MILLS, 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 the day and year in this certificate first above
written.



Notary Public for Idaho
Residence: Boise, Idaho