

Department of State.

CERTIFICATE OF INCORPORATION

~~LOUIS E. CLAPP~~

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

~~THE CITY SALES YARD, INC.~~

was filed in the office of the Secretary of State on the

~~October~~
will be ~~will be~~ A.D. One Thousand Nine Hundred ~~thirty~~ ~~sixty~~ day

~~Microfilm~~ duly recorded on Film No. ~~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 ~~perpetual existence~~ from the date hereof, with its registered office in this State located at ~~Boise~~ ~~Idaho~~, in the County of ~~Boise~~.

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 ~~31st~~ ~~October~~ day of ~~October~~
A.D., 19~~66~~ .

Secretary of State.

ARTICLES OF INCORPORATION

OF

TWIN CITY SALES YARD, INC.

KNOW ALL MEN BY THESE PRESENTS. That we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho; and we do hereby execute, acknowledge and adopt these Articles of Incorporation, in triplicate, certifying as follows:

ARTICLE I.

NAME: The name of said corporation is, and shall be "TWIN CITY SALES YARD, INC."

ARTICLE II.

PURPOSES: The purposes for which said corporation is formed and organized are:

To engage in and carry on in the State of Idaho, and particularly in the City of Lewiston, County of Nez Perce, any part or all of the following businesses, to-wit:

- (a) To carry on and conduct in all its branches and departments, as principal or agent, the business of a livestock auction sales yard.
- (b) To own, conduct, operate, maintain, engage in and carry on a livestock auction sales yard under and in accordance with the laws of the State of Idaho governing the same, and under such licenses as shall be issued to this corporation by said State of Idaho and the applicable county or counties and/or municipality or municipalities of said state;
- (c) To own, conduct, operate, maintain, engage in and carry on, any business or thing regularly, necessarily, properly or incidentally done

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LAWYER
LEWISTON, IDAHO

or to be done in or related to, the conduct of any or all of the foregoing businesses.

To carry out such purposes, such corporation shall have the following enumerated powers, which enumerated powers shall not be exclusive, but such corporation shall have all other lawful powers not inconsistent therewith, to-wit:

(1) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and/or personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and otherwise dispose of and deal in, shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign;

(2) In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, obligations, negotiable and transferable instruments, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, trust receipt, conditional sales contract or otherwise;

(3) To use and apply its surplus earnings or accumulated profits to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner and upon such terms as its Board of Directors shall determine;

(4) To appoint such officers, employees and agents as the business of the corporation may require, and to allow them compensation;

(5) To make By-Laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock;

(6) To enter into contracts or obligations of any kind or type essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation;

(7) To invest surplus funds from time to time at the discretion of the Board of Directors of the corporation;

(8) To have one or more offices and places of business in the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and/or personal property situate in the State of Idaho; and

(9) To do all lawful acts as are necessary and expedient to accomplish the stated purposes of this corporation.

ARTICLE III.

DURATION: Said corporation shall have perpetual existence.

ARTICLE IV.

LOCATION OF PRINCIPAL OFFICE: The location and post office address of the principal and registered office of said corporation shall be 2615 - 7th Avenue North, Lewiston, Nez Perce County, State of Idaho.

ARTICLE V.

CAPITAL STOCK: The amount of the capital stock of said corporation shall be Twenty-five Thousand (\$25,000.00) Dollars, divided into two hundred fifty (250) shares of the par value of One Hundred (\$100.00) Dollars per share, with one vote to each share.

ARTICLE VI.

INCORPORATORS: The names and post office addresses of each of

the incorporators and a statement of the number of shares presently subscribed by each, the only class of shares being common shares, are as follows:

<u>Name</u>	<u>Address:</u>	<u>No. of Shares</u>
William Dippel	Lower Tammany, Lewiston, Idaho	One share
Paul C. Keeton	902 Cedar Avenue, Lewiston, Idaho	One share
Douglas Bickford	North & South Highway, Lewiston, Idaho	One share

ARTICLE VII.

DIRECTORS: The number, terms of office, manner of election, time and place and manner of calling meetings, and the powers anddities of the Directors shall be prescribed by the By-Laws, except that a director need not be a shareholder of the corporation.

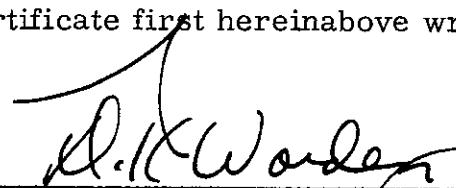
IN WITNESS WHEREOF, We, the incorporators, have hereunto set our hands and our seals to these Articles of Incorporation on this 31st day of October, 1966.

STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 31st day of October, 1966, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared WILLIAM DIPPEL, PAUL C. KEETON and DOUGLAS BICKFORD, 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.

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

(SEAL)


D.K. Warden
Notary Public in and for the State of
Idaho. Residing at Lewiston, therein.

PAUL C. KEETON
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LEWISTON, IDAHO

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