



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS L. CLAFF
I, ~~XXXXXXXXXX~~ 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

FIDELITY CORPORATION,

was filed in the office of the Secretary of State on the **Twenty-fifth** day
of **April** A.D. One Thousand Nine Hundred **Sixty-six** and
~~will be~~
/ duly recorded on ~~Film-Nonrefilm~~ 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
Salmon, in the County of **Lewhi.**

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 **25th** day of **April**,
A.D., 19**66**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, D. M. FIFE, Star Route, Salmon, Idaho; HENRIETTA FIFE, Star Route, Salmon, Idaho; and, J. M. HOUSLEY, 5450 S.W. Martha Terrace, Portland, Oregon; all United States citizens and all over the age of 21 years, hereby associate ourselves together for the purposes of forming a corporation under the laws of the State of Idaho, and do declare and hereby adopt the following articles of incorporation:

I

The name of the corporation shall be FIDELITY CORPORATION.

II

The period of existence and the duration of the life of this corporation shall be perpetual.

III

The registered office of this corporation shall be located at the residence of D. M. Fife, Star Route, Salmon, Lemhi County, Idaho, or any other place deemed advisable by the Board of Directors, and the post office address of its registered office shall be Salmon, Idaho, and the date of the annual meeting for said corporation shall be the 1st Saturday of April of each year.

IV

The objects and purposes of this corporation shall be:

To deal in properties of all kinds, particularly ranching, farming and livestock properties, and all other products; and to manufacture, sell and ship merchandise, ores and all other products; to engage in business of both wholesale and retail as dealers in manufacturing, mining, oil, dry goods and notions. To own, operate and control chain stores, dealing in all kinds of merchandise; to produce and deal in manufacturing, mining and mineral products; to buy and sell merchandise at wholesale and retail, and conduct and operate a general mercantile business; to construct and otherwise acquire, and to maintain and operate hotels, motels and any other form of hosetlry; to buy and sell real estate, mining properties

1 and receive rents and royalties therefrom and conduct a general
2 real estate business.

3 To buy and sell mines and minerals and deal in general a
4 brokerage business by buying, selling or otherwise trading in
5 minerals or the products or by-products of mineral lands, and to
6 carry on such other business pertaining to mines or other business
7 as may be found necessary or desirable or such as is engaged in by
8 a corporation of this kind and to deal in all minerals.

9 To acquire, open and operate all types of real estate, mines
10 and other real and personal properties. To carry on general
11 mercantile business and to purchase, sell and deal in goods,
12 supplies and merchandise of all kinds and to act as retailers and
13 wholesalers of all kinds of merchandise.

14 To manufacture, buy, sell, rent, store, repair and care for
15 motor vehicles of all kinds, equipment therefor and appurtenances
16 thereto; to build, purchase or otherwise acquire and operate
17 buildings, storage houses and garages for storing, caring for
18 every kind of equipment; to buy, sell and deal in goods, wares
19 and merchandise necessary or incidental to the operation, repair
20 of equipment of all kinds, manufactured and described.

21 To carry on business in the United States or elsewhere as
22 factors, agents, commission merchants to buy, sell, manipulate
23 and deal in wholesale or retail, merchandise, goods, wares,
24 products and commodities of every sort, kind or description and
25 to carry on any other business whether manufacturing or otherwise
26 which can be conveniently carried on which any of the company
27 objects.

28 To open mines, offices or agencies throughout the United
29 States or elsewhere, or to allow or cause the legal estate and
30 interest in any properties or business acquired, established or
31 carried on by the company to remain or be vested in the name of,
32 or carried on by any other company formed or to be formed, upon
trust for, or as agents or nominees of this company, and to

1 ,manage the affairs or take over and carry on the business of any
2 such other company formed or to be formed, and to exercise all or
3 any of the powers of any such company, or of holders of shares of
4 stock or securities thereof, and to receive and to distribute as
5 profits the dividends and interest on such shares of stock and
6 securities. To purchase or otherwise acquire and undertake, all
7 or any part of the business, property and liabilities of any persons
8 or company, carrying on any kind of business which this company is
9 authorized to carry on. To enter into partnership or into any
10 arrangement for sharing profits, union of interest, reciprocal
11 concessions, or to cooperate with any person or company carrying
12 on or about to carry on any business or transaction capable of
13 being conducted so as, directly or indirectly, to benefit this
14 company.

15 To have and to hold in pure trust real estate of all descrip-
16 tions and to act as agents, contractors, trustees, or otherwise,
17 and either alone or in company with others as fully and to the
18 same extent as natural persons might or could do and in any part of
19 the world.

20 To acquire by purchase, subscription or otherwise, and to hold
21 as investment, any bonds, or other securities or evidences of
22 indebtedness, or any shares of capital stock created or issued by
23 any other corporation or corporations, association or associations,
24 of the State of Idaho, or of any other state, territory or country.

25 To purchase, hold, assign, transfer, mortgage, pledge or
26 otherwise dispose of, any bonds or other securities or evidences
27 of indebtedness created or issued by any corporation or corporations,
28 association or associations of the State of Idaho, or any other
29 state, territory or country, and while owner thereof, to exercise
30 all the rights, powers and privileges of ownership.

31 To purchase, hold, sell, assign, transfer, mortgage, pledge
32 or otherwise dispose of shares of the capital stock of any other

1 corporation or corporations of the State of Idaho, or of any other
2 state, territory or country; and while owner of such stock to
3 exercise all the rights, powers and privileges of ownership,
4 including the right to vote thereon.

5 To aid in any manner any corporation or association of which
6 any bonds or other securities or evidences of indebtedness or stock
7 are held by the corporation; or to do any acts or things designed
8 to protest, preserve, improve or enhance the value of any such
9 bonds or other securities or evidences of indebtedness of stock.

10 The purposes of the corporation are from time to time to do
11 any one or more of the acts and things herein set forth.

12 In general, said corporation shall have and exercise all the
13 powers conferred by the laws of the State of Idaho upon business
14 corporations.

15 In furtherance, and not in limitations of the general powers
16 conferred by the laws of the State of Idaho, and by the principles
17 of the common law, upon corporations, and of the purposes and the
18 powers hereinbefore stated, the corporation shall also have the
19 following purposes and powers, it being expressly provided that
20 the enumeration of specific powers shall not be construed to limit
21 or restrict in any manner the foresaid general powers of the corp-
22 oration. The power to repeal and amend the by-laws and adopt new
23 by-laws is conferred upon the directors and all directors must be
24 share holders.

25 To enter into, make and perform and carry out contracts of
26 every sort and kind with any person, firm, association or corp-
27 oration, municipality, body, politic, territory, state, government
28 or colony or dependency thereof, and without limit as to amount to
29 draw, make, accept, indorse, discount, execute and issue promissory
30 notes, drafts, bills or exchange, warrants, bonds, debentures and
31 other negotiable or transferable instruments, and evidences of
32 indebtedness whether secured by mortgage or otherwise, as well as
to secure by mortgage or otherwise, so far as may be permitted by

1 the laws of the State of Idaho.

2 To acquire and carry on all or any part of the business or
3 property of any company engaged in a business similar to that
4 authorized to be conducted by this company, or with which this
5 company is authorized under the laws of this state to consolidate,
6 or whose stock the company under the laws of this state and the
7 provisions of this certificate is authorized to purchase and to
8 undertake in conjunction therewith, any liabilities of any person,
9 firm, association or company described as aforesaid, possessing
10 property suitable for any of the purposes of this company, or for
11 carrying on any business with this company which this company, is
12 authorized to conduct, and as for the consideration for same to pay
13 cash or to issue shares, stocks or obligations of this company.

14 To apply for, secure, acquire by assignment, transfer, pur-
15 chase or otherwise and to exercise, carry out and enjoy any charter,
16 license, power, authority, franchise, concession, rights or
17 privileges, which any government or authority of any corporation or
18 other public body may be empowered to grant; and to pay for, aid
19 in and to pay for, aid in and contribute towards carrying the same
20 into effect, and to appropriate any of the company's shares of
21 stock, bonds and assets to defray the necessary costs, charges and
22 expenses thereof.

23 To purchase, acquire, apply for, register, secure, hold, own
24 or sell, or otherwise dispose of, any and all copyrights, trade-
25 marks, trade names, distinctive marks, leases, options and royalties.

26 To apply for, bid in, secure, contract for, hire out and
27 carry out all kinds of investigations of mineral properties, geo-
28 physical, laboratory or otherwise, and to construct or cause to be
29 constructed mills, processing plants and reduction plants and any
30 and all other objects needed for the proper co-ordination of all
31 and any mining, exploration, milling and processing factors in the
32 State of Idaho, or in any other state, territory or country and to

1 accept payment for such services in cash or kind or in any other
2 legal and valuable kind of payment.

3 To purchase or otherwise acquire, own and hold unlimitedly
4 such real and personal property of every kind and description within
5 and without the state of Idaho, and in any part of the world, suit-
6 able, necessary, useful and advisable in connection with any or all
7 of the objects hereinbefore or hereinafter set forth, and to convey,
8 sell, assign, transfer, lease, mortgage, pledge, exchange or other-
9 wise dispose of any of such property.

10 In the purchase or acquisition of property, business, rights
11 or franchises, or for additional working capital, or for any other
12 object in or about its business or affairs, and without limit as
13 to amount, to incur debts and to raise, borrow and secure the
14 payments of money in any lawful manner, including the issue and
15 sale or other disposition of bonds, warrants, debentures, obliga-
16 tions, negotiable and transferable instruments and evidences of
17 indebtedness of all kinds, whether secured by mortgage, pledge,
18 deed of trust or otherwise.

19 To promote any individual company or companies for the purpose
20 of acquiring all or any of the property and liabilities of the
21 company, or for any other purpose, which may seem directly or
22 indirectly calculated to benefit the company.

23 To carry on any other business, whether manufacturing or
24 otherwise, which may seem to the company capable to being conven-
25 iently carried on in connection with its business or calculated
26 directly or indirectly to enhance the value of or render profitable
27 any of the company's property or rights.

28 The said corporation may perform any of its business outside
29 the State of Idaho, in any other state, territories or possessions
30 of the United States and in foreign countries.

31 To do each and all things above set forth to the same extent
32 and asofully as natural persons might do or could do in the State

1 of Idaho, or in any other state, country or place.

2 To do each and every thing necessary, suitable, useful or
3 advisable for the accomplishment of any one or more of said
4 objects, or which shall at any time appear to be conducive to or
5 expedient for the benefit of said corporation in connection there-
6 with.

7 V

8 There shall be 10,000,000 shares of no par value stock and
9 there shall be no pre-emptive rights.

10 The capital stock shall be of the same class of the said
11 rights and voting power and with no preferences and will be non-
12 assessable.

13 The name and post office address of each of the incorporators
14 of this corporation and a statement of the number of shares
15 subscribed by each is as follows:

16	NAMES	ADDRESSES	NUMBER OF SHARES
17			
18	D. F. Fife and Henrietta Fife	Star Route, Salmon, Idaho	1,000,000
19	J. M. Housley and Eleanora M. Housley	5450 S.W. Martha Terrace, Portland, Oregon	1,000,000
20			
21			

22 IN WITNESS WHEREOF, We have hereunto set our hands this 22nd
23 day of April, 1966.

24 *D F Fife*
25 *Henrietta Fife*
26 *J M Housley*
27
28
29
30
31
32

1 STATE OF IDAHO

2 County of Lemhi--SS

3 On this 22nd day of April, 1966, before me, the undersigned,
4 a Notary Public in and for said state, personally appeared D. M.
5 Fife, Henrietta Fife and J. M. Housey, known to me to be the
6 persons whose names are subscribed to the within instrument and
7 acknowledged to me that they executed the same.

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

11
12 Fredrick Hughes Snook
13 Notary Public for Idaho, Residing at Salmon, Idaho.