



Department of State.

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

EQUIPMENT SALES AND SERVICE INC.

was filed in the office of the Secretary of State on the **Seventeenth** day of **May** A.D. One Thousand Nine Hundred **Sixty-five** and duly recorded on Film No. ~~100-10~~ **microfilm** 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

Rupert

in the County of

Minidoka

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 **17th** day of **May**, A.D., 19 **65**

Secretary of State.

ARTICLES OF INCORPORATION
OF
EQUIPMENT SALES AND SERVICE INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all citizens of the United States of legal age, have this day voluntarily associated ourselves together for the purpose of forming a domestic corporation for profit under the laws of the State of Idaho, and

WE HEREBY CERTIFY:

FIRST

The name of this corporation is Equipment Sales and Service Inc.

SECOND

This corporation is formed for profit.

THIRD

That the nature of the business and the objects and purposes for which this corporation is formed are:

1. To operate and maintain a business for the purpose of buying and selling machinery and other personal property, both retail and wholesale; to operate, service and maintain the same, and generally to do any and all things necessary and proper to be done in the business for which it is incorporated and other useful and beneficial purposes.

2. To take, own, hold, deal in, mortgage, lease, sell, exchange, transfer or in any manner dispose of real property, lease holds, and any other interests, estates and rights in real property, to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, lease, sell, assign, exchange, transfer, and in any manner dispose of, to deal and trade in and with any and every class of personal property and/or mixed property, and any franchises, water rights, water permits, water licenses, or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

3. To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by

1 mortgage, pledge or otherwise, without limit as to amount, and to secure same
2 by mortgage, pledge, or otherwise, and generally to make and perform agree-
3 ments and contracts of every kind and nature.

4 4. To do all and everything necessary, suitable and proper for the
5 accomplishment of any of the purposes or attainment of any of the objects
6 or the furtherance of any of the powers hereinbefore set forth, either alone
7 or in association with other corporations, firms or other individuals, and to
8 do every other act or acts, thing or things, incidental or appurtenant to or
9 growing out of or connected with the aforesaid business or powers, or any part
10 thereof, provided the same be not inconsistent with the laws under which this
11 corporation is organized.

12 FOURTH

13 The existence of this corporation is to be perpetual.

14 FIFTH

15 That the place where its principal business is to be transacted shall be
16 at Rupert, County of Minidoka, State of Idaho.

17 SIXTH

18 The capital stock of this corporation shall be of the total value of
19 Fifty Thousand (\$50,000.00) Dollars, divided into One Hundred (100) Shares
20 of the par value of Five Hundred (\$500.00) Dollars each.

21 At all meetings of the stockholders cumulative voting shall be allowed
22 and each stockholder may vote by written proxy.

23 SEVENTH

24 That the amount of the capital stock which has been actually subscribed
25 and paid for is the sum of \$15,000.00, and following are the names of the
26 persons, their addresses and the number of shares by whom same have been
27 subscribed, to-wit:

28	<u>Name of Subscribed</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Amount</u>
29	STANLEY B. BONHAM	4410 S. Main Street Salt Lake City, Utah	28 shares	\$14,000.00 \$14,000.00
30	VERNISS CULLEY	RFD No. 1, Paul, Idaho Paul, Idaho	1 share	500.00
31	ODELL WARR	154 Easy Street Pocatello, Idaho	1 share	500.00

32

1 The management of this corporation shall be vested in a Board of Directors
2 of not less than three (3) or not more than seven (7) directors, as may be
3 fixed by the By-Laws. The directors shall be elected at the annual meeting of
4 the stockholders, to be held at the general office of this corporation in the
5 said village of Rupert, Idaho, on the 1st day of April at the hour of 7:00
6 o'clock p.m. each year, and until the first election of directors to be held
7 on the 1st day of April, 1966, the directors of said corporation shall be the
8 said Stanley B. Bonham, Verniss Culley and Odell Warr. The office held by
9 each shall be Stanley B. Bonham, President; Verniss Culley, Vice President;
10 and Odell Ware, Secretary and Treasurer.

11 The Board of Directors are empowered to repeal, amend and adopt By-Laws.
12 The stockholders, too, are empowered to repeal, amend and adopt By-Laws.

13 IN WITNESS WHEREOF, We, the incorporators, have hereunto set out hands
14 and seals this 19 day of April, 1965.

15 Stanley B. Bonham
16 Verniss Culley
17 Odell Ware

20 STATE OF IDAHO)
21 : ss
22 County of Minidoka)

23 On this 19th day of April, 1965, before me, a Notary Public in and for
24 said State, personally appeared Stanley B. Bonham, Verniss Culley and Odell
25 Warr, known to be to be the persons whose names are subscribed to the within
26 instrument and acknowledged to me that they executed the same.

27 IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and
28 year in this certificate first above written.

29 Donald L. Thompson
30 NOTARY PUBLIC
31 Residing at: Boise, Idaho
32 Commission expires: January 8, 1967