

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

MALAN, INC.

was filed in the office of the Secretary of State on the 27th day of December A.D., One Thousand Nine Hundred Seventy-six and will be duly recorded on ~~film~~ 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 Genesee, Idaho in the County of Latah

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 27th day of December, A.D., 19 76 .

Pete T. Cenarrusa  
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

MALAN, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the under-  
signed, all of whom are full age citizens of the United States  
of America, have this day voluntarily associated ourselves  
together for the purpose of forming a corporation under the laws  
of the State of Idaho, and we do hereby certify:

I.

That the name of said corporation is: Malan, Inc.

II.

Without in any way limiting the powers granted by the  
laws of the State of Idaho, the purposes for which said  
corporation is formed are as follows, to-wit:

A. To operate, control and manage farm or ranch  
businesses, recreation or timber lands, general businesses,  
professional businesses, and own and hold lands, contracts or  
securities for profit, investment, or income, but these powers  
shall in no way be limited and the corporation shall and may do  
and perform every act as permitted by the statutes of the State  
of Idaho;

B. To buy, lease or otherwise acquire, own, hold,  
manage or control real property and personal property of every  
description, including its own stock and stocks in any corporation,  
and to sell, convey, mortgage, pledge, let, or otherwise dispose  
of any such property or any part thereof, and to lend money either

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upon or without security;

C. To enter into, make, perform and carry out contracts of every sort and kind necessary and advantageous to the corporation or its shareholders;

D. To borrow money, issue bonds, debentures and other obligations of the corporation, and to secure the same by mortgage or trust deed, or otherwise, on any or all of the real and personal property of the corporation, and to carry on any other lawful business which may seem to its Board of Directors capable of conveniently being carried in any connection with the business and functions of this said corporation or calculated directly or indirectly to enhance the value of or render profitable any of the corporation property or rights;

E. To have one or more places of business to carry on any or all of its operations;

F. Nothing herein contained shall be deemed to limit or exclude any power, right, or privilege given to this corporation by law and it is the intention that the objects and powers specified and the clauses herein contained shall not be limited or restricted by reference to or in inference from the terms of any of the clauses of this or any other paragraphs in these Articles of Incorporation contained;

G. To do and have all the power set forth in Section 30-114 of the Idaho Code or any amendment thereto;

H. To do any act possessed by natural persons of the State of Idaho and not repugnant to its laws.

### III.

The duration of time for which this corporation shall exist is to be perpetual.

### IV.

That the location of the office and the Post Office

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of its registered office in this State is Genesee, Idaho 83832. That the capital stock of this corporation shall be 850,000 shares of \$1.00 per share common voting stock.

V.

That the business of this corporation shall be managed by a board of at least three (3) directors. The number, qualifications, term of office, manner of directors, the time, place and manner of calling meetings of the powers and the duties of the directors shall be prescribed by the BY-LAWS of this corporation.

VI.

That the names and Post Office addresses of each of the incorporators and the statement of the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Fred W. Connick	Genesee, Idaho 83832	100
Anna M. Connick	Genesee, Idaho 83832	100
Marie V. Bradbury	Challis, Idaho 83226	1

IN WITNESS WHEREOF, the said incorporators have hereunto set their hands and seals this 20<sup>th</sup> day of December, 1976.

Fred W. Connick  
Fred W. Connick

Anna M. Connick  
Anna M. Connick

Marie V. Bradbury  
Marie V. Bradbury

STATE OF IDAHO )  
                  : ss.  
County of Latah)

On this 22 day of December, 1976, before me, the undersigned, A Notary Public in and for said State, personally appeared FRED W. COMNICK and ANNA M. COMNICK, husband and wife, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the

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