

CERTIFICATE OF INCORPORATION
OF

TERECO REALTY INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

TERECO REALTY INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated December 27th, 19 79.



SECRETARY OF STATE

Corporation Clerk

Dec 27 9 50 AM '79
SECRETARY OF STATE

TERECO REALTY INC.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS that we, H. E. Rumsey, Miller and J. L. Smith, each of whom is a resident of Ada County, Idaho, and a citizen of the United States, do hereby associate ourselves together for the purpose of forming a corporation under the general incorporation laws of the State of Idaho, and do make, execute and adopt in triplicate the following Articles of Incorporation, to-wit:

ARTICLE I

The name of this corporation shall be Tereco Realty Inc.

ARTICLE II

The principal place of business and the registered office of the corporation shall be 600 First Security Bank Building, Boise, Idaho 83701. The name of the registered agent at this address is E. W. Miller.

ARTICLE III

The objects and purposes for which this corporation is formed are as follows:

1. To acquire by purchase or otherwise and to own, hold, manage, buy, sell, convey, lease, mortgage, encumber and generally to deal in and with real property and all interests therein, not only in the State of Idaho, but in all other states, countries, places and jurisdictions, and not only as owner, but also as agent, broker or otherwise, and also to take, hold and dispose of the title to properties and interests in property as a nominee, trustee, agent or representative of others.

2. To purchase, lease, acquire, construct and operate buildings and other properties.

3. To engage in every type of lawful business, indus-

try, commercial activity, including agriculture and animal husbandry, and owning, operating, leasing and dealing in vineyards, orchards and groves.

4. To purchase, acquire, own, hold, mortgage, pledge, sell, transfer, encumber and in any other manner to dispose of, deal and trade in goods, wares, merchandise and personal property of every class and description, whether at wholesale, retail or otherwise.

5. To loan money upon notes, bonds, stocks or any other evidences of indebtedness.

6. To establish, form and subsidize or otherwise assist in the establishment, organization or formation of other companies, firms or corporations having for their objects, or some of them, any of the objects mentioned in these Articles, or the development and furtherance of any other undertaking or business enterprise of any description whatsoever, and to purchase, own and hold stock in other corporations and interests in other business enterprises, and to sell the same, and to receive compensation for any services rendered in connection with any of the foregoing matters.

7. To borrow money for the business of the company and to give security therefor and, in pursuance of the business of the company, to issue bonds, debentures, promissory notes or other evidence of indebtedness, and to secure the same by mortgage or pledge of all or any part of the property of the company, real or personal.

8. To do generally any and all things which the company may deem necessary, proper and convenient in its said business for the improvement and use of the corporation property and in carrying out and accomplishing the purposes

hereinbefore specified, and in addition thereto to have all the general powers granted to corporations by virtue of the laws of the State of Idaho and of any other state in which the corporation may do business.

ARTICLE IV

The total authorized capital stock of the corporation shall be 100 shares of common stock of the par value of \$10.00 per share.

The paid-in capital of the corporation and the amount with which it shall begin business shall be the sum of \$1,000.00.

ARTICLE V

The term of existence of this corporation shall be in perpetuity.

ARTICLE VI

The number of directors of this corporation at the commencement of business shall be three, but the Board of Directors may at any time, by amendment of the By-Laws, be increased to any number not exceeding five or decreased to any number not less than three. The term of office of the first Board of Directors shall expire December 1, 1980.

The name and post office address of each of the initial directors named by the corporation to serve until the first election of directors are as follows:

<u>Name of Director</u>	<u>Post Office Address</u>
N. L. Terteling	600 First Security Bank Building Boise, Idaho 83701
N. K. Terteling	600 First Security Bank Building Boise, Idaho 83701
H. E. Rumsey	600 First Security Bank Building Boise, Idaho 83701

ARTICLE VII

The respective incorporators herein named have subscribed for capital stock of this corporation as follows:

<u>Name of Incorporators</u>	<u>Subscription</u>	<u>Post Office Address</u>
H. E. Rumsey	1 share	600 First Security Bank Building 83701
E. W. Miller	1 share	600 First Security Bank Building 83701
J. L. Smith	1 share	600 First Security Bank Building 83701

ARTICLE VIII

By-Laws of this corporation may be made, amended or repealed by the Board of Directors or the shareholders, provided only that the directors shall not amend or repeal By-Laws fixing their qualifications, classifications, term of office or compensation.

IN WITNESS WHEREOF, said incorporators, the undersigned, have hereunto set their hand in triplicate this 22 day of December, 1979.

H. E. Rumsey
H. E. Rumsey

E. W. Miller
E. W. Miller

J. L. Smith
J. L. Smith

STATE OF IDAHO)
) ss.
County of Ada)

On this 22 day of December, 1979, before me, a notary public in and for said county and state, personally appeared E. W. MILLER, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Walter J. Salander
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 22 day of December, 1979, before me, a notary public in and for said county and state, personally appeared H. E. RUMSEY, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Walter J. Salander
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 22 day of December, 1979, before me, a notary public in and for said county and state, personally appeared J. L. SMITH, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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
Residing at Boise, Idaho