



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

FLAHERTY SALES, INC.

was filed in the office of the Secretary of State on the **24th** day
of **December** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **105** 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
Pocatello in the County of **Bannock**

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 **24th** day of **December**,
A.D., 19**58**.

Secretary of State.

ARTICLES OF INCORPORATION

of

FLAHERTY SALES, INC.

1 KNOW ALL MEN BY THESE PRESENTS:

2 That we, the undersigned, all of whom are citizens and residents of
3 the State of Idaho and citizens of the United States of America, and over the
4 age of 21 years, have today voluntarily associated ourselves together for the
5 purpose of forming a corporation under the laws of the State of Idaho, and we
6 hereby certify:

7 I.

8 That the name of said corporation is FLAHERTY SALES, INC.

9 II.

10 That the purposes for which this corporation is formed are:

11 A. To buy and sell all kinds of merchandise, material and machinery,
12 and to carry on a general merchandise business of buying and selling; to act
13 as manufacturers' and others' agents in the buying and selling of all kinds
14 of articles, both manufactured and unmanufactured and in process of manufac-
15 ture; to import and export all kinds of goods and materials to foreign coun-
16 tries, as well as to sell all kinds of goods in the United States; to manu-
17 facture all kinds of machinery, merchandise and materials; to take contracts
18 for the erection and repair of buildings; to do all kinds of work and supply
19 all kinds of material in the building or repair of all kinds of buildings.
20 To buy and sell on commission all classes and kinds of goods, wares and mer-
21 chandise and to own and hold the stock of other business corporations and to
22 finance other business enterprises.

23 B. To manufacture, buy, sell, import and export and deal and trade
24 in manufacturers' and mill supplies, engines, boilers, machinery, tools, ma-
25 chine shops and electrical supplies and appliances, foundry and factory sup-
26 plies and hardware of all kinds.

27 C. To acquire, own, operate, conduct, carry on, buy, sell, lease, or
28 dispose of one or more, plants, shops, and other facilities for the treating
29 and fabrication of steel, and other metal, or similar products; to carry on,
30 conduct and engage in any and all business occupations or operations that may
31 from time to time be deemed necessary, useful, or required in carrying out
32

any of the objects or purposes of this corporation.

1 D. To purchase or otherwise acquire letters of patent, concessions,
2 licenses, inventions, rights and privileges subject to royalties or other-
3 wise, whether exclusive, non-exclusive, or limited, or any part interest in
4 such letters patent, concessions, licenses, inventions, rights and privile-
5 ges, whether in the United States or in any other part of the world.

6 E. To have the powers and do those acts, things and deeds as set
7 forth in Section 30-114 of the Idaho Code, and any and all amendments there-
8 to.

9 F. To do all acts and things necessary to carry out the purposes and
10 intent expressed in the above provisions, it being the express intent that
11 the corporation shall be able to do all things necessary and proper in con-
12 ducting and carrying on a general business as machinery dealers in all types
13 and kinds of machinery, either as wholesalers, retailers, or as agents, re-
14 presentatives and distributors for manufacturers of such machinery.

15 III.

16 That the location and post office address of the registered office of
17 the corporation is Pocatello, Bannock County, Idaho.

18 IV.

19 That the capital stock of the corporation shall be Twenty-Five Thousand
20 Dollars (\$25,000.00) and shall be divided into Two Hundred Fifty (250) shares
21 of common stock at the par value of One Hundred Dollars (\$100.00) each. Said
22 common stock shall be entitled to one (1) vote in the affairs and proceedings
23 of the corporation for each share of stock outstanding and fully paid, and
24 such stock to be non-assessable.

25 V.

26 That the number of the Board of Directors of said corporation shall
27 not be less than three nor more than five members, to be determined by vote
28 of the stockholders at each annual meeting thereof; all members of the Board
29 of Directors shall be shareholders in said corporation. The Directors shall
30 also have the power, without the assent or vote of the stockholders, to make
31 or alter the By-Laws of the corporation; fix the times for payment of divi-
32

dends, to fix and vary the amount to be reserved as working capital; to
authorize and cause to be executed mortgages and liens upon all of the pro-
perty of the corporation, or any part thereof; and affix the salary and
compensation for services to be paid to all officers and employes of the
corporation, and exercise all other powers conferred upon a Board of Direc-
tors by the statutes of the State of Idaho.

VI.

The names and post office addresses of each of the incorporators and
the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
GENE FLAHERTY	444 1/2 S Tenth Ave., Pocatello, Idaho	One
JOSEPH ASPITARTE	255 S Lincoln Ave., Pocatello, Idaho	One
MILTON E. ZENER	104 Valley View Dr., Pocatello, Idaho	One

VII.

The term for which said corporation is organized is perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals the
23d day of December, 1958.

Milton E. Zener

STATE OF IDAHO,)
 :SS.
County of Bannock)

On this 23 day of December, 1958, before me, the undersigned, a Notary
Public for Idaho, personally appeared GENE FLAHERTY, JOSEPH ASPITARTE, and
MILTON E. ZENER, known to me to be the persons whose names are subscribed
to the within instrument, each and all known to me to be bona fide residents
of the State of Idaho, and acknowledged to me that they, and each of them,
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my offi-
cial seal the day and year in this certificate first above written.

J. Lewis

NOTARY PUBLIC for Idaho
Residing at Pocatello, Idaho