



## 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

**THE PARIS JR., INC.**

was filed in the office of the Secretary of State on the **Thirtieth** day  
of **December**, A.D. One Thousand Nine Hundred **Sixty-four** and  
**will be**  
/ duly recorded on ~~Film-No.~~ **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  
**Twin Falls** in the County of **Twin Falls.**

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 **30th** day of **December**,  
A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION

OF  
THE PARIS JR., INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are of full age and are citizens of the United States and are bona fide residents and citizens of the State of Idaho, 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 shall be "THE PARIS JR., INC."

II.

That the purposes for which said corporation is formed are:

1.-To acquire, purchase, improve, develop, lease, exchange, sell, mortgage, manage, dispose of, and otherwise deal in real estate; to purchase, sell, lease, build, construct, erect, occupy, improve, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this corporation or any other person, firm or corporation.

2.-To buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise for personal, domestic, household and general use of every kind and nature, and to carry on such business as whole-salers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease, and convey real and personal property in any part of the world, so far as necessary or expedient in conducting the business of the corporation; and to have any and all powers above set forth as fully natural persons, whether as principals, agents, trustees, or otherwise.

3.-To purchase and otherwise acquire, own, hold, sell, deal in, improve, lease and mortgage real estate or any interest therein and to erect, care for, maintain, extend, alter and manage buildings and other improvements thereon; to buy, sell, lease, let, own, hold, and operate all types of machinery, equipment, motor vehicles and the like and other personal property necessary, proper, desirable or appropriate for or incident to carrying on its business.

4.-To negotiate loans and borrow and lend money and credits, draw acceptances, make, issue, draw, endorse, discount, buy, sell and deliver conditional sales contracts, bills of exchange, promissory notes, bonds, debentures, coupons and other negotiable instruments and securities; to issue, subscribe for, take, acquire and hold, sell, exchange and deal in shares of capital stock, including capital stock issued by it, and bonds, obligations and securities of any government or authority or company; to give any guaranty for the payment of money or performance of any obligation or undertaking incidental or appropriate for the carrying on generally of its business; to enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association or corporation, private, public or municipal, or body politic and with the Government of the United States or any state, territory or colony thereof or any foreign government.

5.-To create, purchase, own, hold and sell patent rights and inventions and designs with the right to issue licenses for the same and receive pay therefor.

6.-To organize, join, participate, associate with or become a member of other corporations, associations or organizations having similar purposes and powers to further the interests and business of this corporation or the business and industry in which it is engaged.

7.-To employ executives, managers, bookkeepers, salesmen, clerical assistants and any and all employees that may be necessary or convenient to the proper carrying on and conducting of its business, and in carrying on its business or for the purpose of attaining or furthering any of its object to do any and all things which a co-partnership or natural person could do and exercise and which is now or hereafter may be authorized by law.

8.-To exercise, use and employ the authority specified in Section 30-114, Idaho Code 1947, and to have, exercise, use and employ any or all of the same and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth both within and without the State of Idaho and within the United States of America, District of Columbia, the territories and colonies of the United States and in foreign countries; and to have one or more corporate or business offices and places of business, within and without said state, said United States of America, District of Columbia, territories and colonies of the United States in foreign countries.

The statements contained in the several subdivisions numbered 1 to 8 in this Paragraph shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other subdivision but shall be regarded as independent purposes and powers. The several subdivisions contained in this statement of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this type of corporation by the laws of the State of Idaho, all of which are hereby expressly claimed.

### III.

That the principal place of business, registered office and the location and post office address of the registered office of said corporation shall be in Twin Falls, Twin Falls County, State of Idaho.

### IV.

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

### V.

That the number of Directors of said corporation shall not be less than three (3) and not more than seven (7), which number of Directors shall be fixed in the By-Laws of the corporation.

VI.

That the amount of the capital stock of said corporation shall be \$25,000.00 divided into 250 shares, each having a no par value.

VII.

That the name and post office address of each of the incorporators and the number of shares subscribed by each set opposite their respective names are:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>NO. OF SHARES:</u>
EARL F. FAULKNER	1237 Filer Avenue East Twin Falls, Idaho	1
HAZEL A. FAULKNER	1237 Filer Avenue East Twin Falls, Idaho	1
ROBERT W. STEPHAN	Box 83, Twin Falls, Idaho	1

VIII.

The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the Directors, as well as upon the shareholders, to be exercised by a majority vote of said Directors, or of the issued and outstanding shares of the corporation, as may be provided in the By-Laws.

IX.

All or any meetings of the shareholders or of the Board of Directors may be held within or without the State of Idaho.

X.

Before any stockholder shall sell or otherwise dispose of his shares of stock in this corporation he shall first offer to sell said shares to the corporation and in the event the corporation shall refuse to purchase said shares, the stockholder may

then dispose of the same to any other person or persons at the same or higher but not at a lower price than said shares were offered to the corporation.

IN WITNESS WHEREOF, We have signed triplicate originals of these Articles this 29th day of December, 1964.

Hazel A. Faulkner  
Address: 1237 Filer Avenue East,  
Twin Falls, Idaho

Earl F. Faulkner  
Address: 1237 Filer Avenue East,  
Twin Falls, Idaho

Robert W. Stephan  
Address: Box 83, Twin Falls, Idaho.

STATE OF IDAHO, )  
COUNTY OF TWIN FALLS. ) ss.

On this 29th day of December, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared EARL F. FAULKNER, HAZEL A. FAULKNER and ROBERT W. STEPHAN, known to me to be the persons whose signatures are subscribed to the foregoing instrument, and acknowledged to me that they 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.

Ester Boye  
Notary Public for Idaho  
Residing at Twin Falls, Idaho.