



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

THE TERTELING COMPANY, INC.

was filed in the office of the Secretary of State on the **seventh** day of **August** A.D., One Thousand Nine Hundred **seventy** 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 **Boise, Idaho** in the County of **Ada**

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 **7th** day of **August** A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

THE TERTELING COMPANY, INC.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS that we, N. L. TERTELING, A. R. OAKES and MCPHERSON HOLT, JR, 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 THE TERTELING COMPANY, INC.

ARTICLE II

The principal place of business and the registered office of the corporation shall be Post Office Box 1428, Boise, Idaho 83701.

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, industry 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 evidences of indebtedness, and to secure the same by mortgage or pledge of all or any 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 of the corporation shall be 50 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 \$500.00.

ARTICLE V

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

ARTICLE VI

The numbers of directors of this corporation at the commencement of business shall be four, 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 January 4, 1971. The first Board of Directors shall consist of:

N. L. Terteling	Post Office Box 1428	Boise, Idaho	83701
J. L. Terteling	Post Office Box 1428	Boise, Idaho	83701
N. K. Terteling	Post Office Box 1428	Boise, Idaho	83701
A. R. Oakes	Post Office Box 1428	Boise, Idaho	83701

ARTICLE VII

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

N. L. Terteling	1 share
A. R. Oakes	1 share
McPherson Holt, Jr.	1 share

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 hands in triplicate this 6th day of ^{August}~~July~~, 1970.

N. L. Terteling
N. L. Terteling

A. R. Oakes
A. R. Oakes

McPherson Holt, Jr.
McPherson Holt, Jr.

STATE OF IDAHO)
County of Ada) ss.

On this 6th day of ^{August}~~July~~, 1970, before me, the undersigned Notary Public in and for the State of Idaho, duly commissioned and sworn, personally appeared N. L. TERTELING, A. R. OAKES and McPherson HOLT, JR., to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged the said instrument to be their free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto attached the day and year in this certificate above written.

Lela E. Lower
Notary Public in and for the State
of Idaho, residing at Boise

(SEAL)

J. A. TERTELING & SONS

PLEASE ADDRESS
ALL COMMUNICATIONS
TO THE FIRM

HOME OFFICE: BOISE, IDAHO

August 6, 1970

P. O. Box 1428

Secretary of State
State of Idaho
Boise, Idaho

Dear Sir:

The undersigned, on behalf of J. A. Terteling & Sons, a partnership in which he is a general partner, J. A. Terteling & Sons, Inc., an Idaho corporation, of which he is President, and Terteling Land Company, a Washington corporation qualified to do business in Idaho, of which he is president, does hereby authorize the use of the name The Terteling Company, Inc., by a corporation to be incorporated in Idaho.

Very truly yours,

N. L. Terteling

N. L. Terteling

NLT/km