



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

BANNOCK CHEMICAL COMPANY

was filed in the office of the Secretary of State on the **Seventh** day of **May**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **123** 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** 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 **May**, A.D., 19**63**.

Secretary of State.

ARTICLES OF INCORPORATION

of

BANNOCK CHEMICAL COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I.

The name of this corporation is:

BANNOCK CHEMICAL COMPANY

II.

The purposes for which this corporation is formed are:

- (a) To manufacture and sell sulphuric acid, oleum and other types of chemicals derived from sulphuric acids and by-products thereof; to manufacture, make, sell, export and otherwise deal in and carry on the business of manufacturing, making, selling, exporting, importing and otherwise dealing in, either at wholesale or retail, of both chemicals and chemical products of every nature and description, including but not limited to those made from sulphur and sulphuric acid, and all other products of every nature and description kindred to those named above; to manufacture, buy, sell, hire, lease, deal in, import and export machinery and equipment of every description used for the purposes hereinbefore set forth.
- (b) To engage in a general investment business.
- (c) To buy, acquire, own, sell, dispose of and deal in real estate, livestock, corporate stock, bonds, securities and real and personal property of every type or description on its own account and for commission.
- (d) To purchase, acquire, hold, pledge, transfer, sell or otherwise dispose of or deal in shares of the capital stock, debentures, notes or other securities or evidences of indebtedness of any corporation; and to receive, collect and dispose of dividends, interests or other income on any

such securities held by it; and to purchase, receive hold and dispose of any securities of any person or corporation, whether such securities shall be bonds, mortgages, debentures, notes, shares of capital stock of otherwise, and in respect to any such securities, to exercise any and all rights and privileges of ownership thereof, and generally to act as investment broker, agent or principal.

(e) To borrow and lend money and negotiate loans; to draw, accept, endorse, buy and sell promissory notes, bonds, stocks, debentures, coupons, and other securities; to issue on commission, subscribe for, take, acquire, hold, sell, exchange and deal in shares, stocks, bonds, obligations and securities of any government, authority, or company; to form, promote, subsidize and assist companies, syndicates or partnerships of all kinds, and to finance and refinance the same.

(f) To acquire and hold all or any part of the capital stock, assets or good will of any business, of any person, firm, association or corporation engaged in any business, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(g) To acquire, own, or operate any type of mercantile business, and to buy, sell, barter, exchange, and generally deal in all types of goods, wares and merchandise and every type of article of trade, barter or exchange.

(h) To acquire mines and mining rights and other property to own, work, and lease gold or other mineral lands, to treat, transport and dispose of the ores and other products obtained therefrom or thereunder, to construct and operate such works as shall be necessary, and generally to do and perform all or any of the matters aforesaid, and all other acts and things which in the judgment of this company may be requisite for its purposes or incidental thereto.

(i) To purchase, acquire, own, sell, market (either as principal or agent) deal in or dispose of crops, farm produce, dairy products, poultry products, fruit, vegetables and meats of every type and description; and to purchase, acquire, own operate and conduct plants and establishments for the processing and marketing of farm produce or foods of every type or description.

(j) To own, lease or operate farms and farming property and conduct farming operations upon any real property owned

or leased; and to own, lease or operate timber lands and conduct timber removal or logging operations thereon; and to operate sawmills, planing mills or wood working or merchandising operations; and generally to purchase, acquire, own, hold, lease (either as lessor or as lessee), sell, exchange, subdivide, mortgage and generally operate any real or personal property of any and every kind and description, within or without the State of Idaho.

(k) To develop and turn to account any land acquired by or in which this corporation is interested; and in particular to lay out and prepare said land for building purposes, construction, altering, repairing, decorating, maintaining, furnishing and improving buildings; and in planting, paving, draining or leasing buildings or entering into building agreements or arrangements with builders, tenants and others; and to equip, improve and generally operate any and all personal property owned by this corporation.

(l) To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own stock owned by it shall not be voted upon directly or indirectly.

(m) To enter into, make, perform and carry out Contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory or municipality of the United States or of any foreign country, government or body politic.

(n) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect and to sell, assign, or grant licenses or other rights in respect of any trade marks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto.

(o) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payments of such debentures, notes or other obligations by Mortgages or Deeds of Trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

(p) To carry out all or any part of the foregoing objects, or purposes as principal or agent, or otherwise, either

alone or in conjunction with or as co-partner or joint venturer with any person, association or other corporation, and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

(q) To conduct its business in all or any of its branches in the State of Idaho, and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho.

(r) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

III.

The period of existence and the duration of the life of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation in the State of Idaho shall be Boise, in the County of Ada, State of Idaho.

V.

This corporation is authorized to issue one class of shares of its capital stock to be designated as "common stock". The total number of shares of common stock which this corporation shall be authorized to issue is 10,000. The aggregate par value of the

common capital stock of this corporation shall be \$100,000.00; and the par value of each share of said common capital stock shall be \$10.00.

VI.

The names and Post Office Addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of those incorporators are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
L. E. Haight	P.O.Box 2777, Boise, Idaho	One
John M. Dahl	P. O. Box 2777, Boise, Idaho	One
Doris J. Alspaugh	P.O.Box 2777, Boise, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of 21 years and is a citizen of the United States of America.

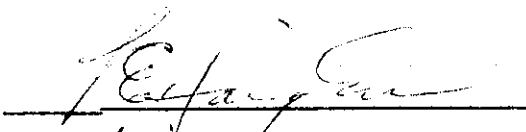
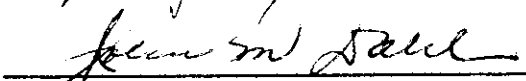
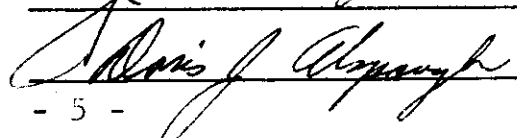
VII.

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

VIII.

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

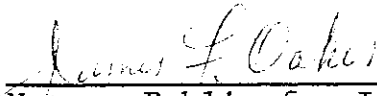
IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this association, have executed these Articles of Incorporation this 7th day of May, 1963.

 L. E. Haight
 John M. Dahl
 Doris J. Alspaugh

STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of May, 1963, before me, JAMES F. OAKES, a Notary Public in and for said state, personally appeared L. E. HAIGHT, JOHN M. DAHL and DORIS J. ALSPAUGH, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of 21 years and were each citizens of the United States of America.

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