



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ~~ARNOLD H. EDSON~~ **EDSON H. DEAL**, 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

**YOUNGMAN DISTRIBUTORS, INC.**

was filed in the office of the Secretary of State on the **Seventh** day of **April** A.D. One Thousand Nine Hundred **Sixty-Seven** and ~~will be~~ 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 **Lewiston, Idaho** in the County of **Nez Perce**

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 **Seventh** day of **April**, A.D., 19 **67**

Secretary of State.

ARTICLES OF INCORPORATION  
of  
YOUNGMAN DISTRIBUTORS, INC.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all of whom are natural persons of full age and citizens of the United State of America, do hereby voluntarily associate ourselves together for the purpose of forming a Corporation under the laws of the State of Idaho, and we do hereby execute and adopt these Articles of Incorporation, in triplicate, certifying as follows:

ARTICLE I.

NAME: The name of said Corporation is and shall be: "YOUNGMAN DISTRIBUTORS, INC."

ARTICLE II.

PURPOSES: The purposes for which said Corporation is formed and organized are:

To engage in, conduct, and carry on in all its branches the business of brewers, maltsters, distillers, and manufacturers of, and merchants and dealers in, beverages of any and every character that may be lawfully manufactured, distributed, sold, or otherwise disposed of, in accordance with the laws of the United States and the

States in which this Corporation may be operating or dealing; and more especially, but not exclusively, to buy and sell, either at wholesale or retail, or both, distribute, handle, import, export, manufacture, purify, mix, brew, compound, produce, and treat, and in any and all ways to market and prepare for market, handle, distribute, and generally deal and traffic in and with beer, near-beer, ale, porter, stout, malt, hops, grain, meal, yeast, and other like products, and all lawful alcoholic and nonalcoholic liquors, liquids and solids for beverage and non-beverage purposes, together with all soft drinks, bottled waters, aerated, mineral, carbonated, distilled, and other waters, fruit juices, extracts, and syrups of every kind and nature, and to own, hold, lease, rent or sell such business or businesses, and to manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of; to invest, trade, deal in and deal with goods, wares and merchandise, and real and personal property of every class and description, and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.

To carry out such purposes, such Corporation shall have the following enumerated powers, which enumerated powers shall not be exclusive, but such Corporation shall have all other lawful powers not inconsistent therewith, to-wit:

(a) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and/or personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the Corporation, other than its franchise of being a Corporation; and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

(b) In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, obligations, negotiable and transferable instruments, and evidences of indebtedness of any kind, whether secured by mortgage, pledge, deed of trust, trust receipt, conditional sale contract, or otherwise.

(c) To use and apply its surplus earnings or accumulated profits to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner and upon such terms as its Board of Directors shall determine.

(d) To appoint such officers, employees and agents as the business of the Corporation may require, and to allow them compensation.

(e) To make By-Laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

(f) To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the Corporation.

(g) To invest surplus funds from time to time at the discretion of the Board of Directors of the Corporation.

(h) To have one or more offices and places of business in and out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and/or personal property situate outside as well as inside the State of Idaho.

(i) To do all lawful acts as are necessary and expedient to accomplish the stated purposes of this Corporation.

### ARTICLE III.

DURATION: Said Corporation shall have perpetual existence.

### ARTICLE IV.

LOCATION OF PRINCIPAL OFFICE: The location and post-office address of the principal and registered office

of said Corporation shall be Lewiston, Nez Perce County,  
State of Idaho.

ARTICLE V.

CAPITAL STOCK: The amount of the capital stock  
of said Corporation shall be Forty Thousand and no/100  
(\$40,000.00) Dollars, divided into four hundred (400)  
shares, at the par value of One Hundred and no/100 (\$100.00)  
Dollars per share, with one (1) vote to each share, and all  
of which shares shall be common shares and non-assessable.

ARTICLE VI.

INCORPORATORS: The name and post-office address  
of each of the incorporators and a statement of the number  
of shares subscribed by each, the only class of shares be-  
ing common shares, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Donald D. Youngman	Lewiston, Idaho	Two
Juanita Youngman	Lewiston, Idaho	Two
Jerry V. Smith	Lewiston, Idaho	Two

ARTICLE VII.

DIRECTORS: The number, terms of office, manner  
of election, time and place and manner of calling meetings,  
and the powers and duties of the Directors, shall be pre-  
scribed by the By-Laws. A Director need not be a share-  
holder of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Lewiston, Idaho, this \_\_\_\_ day of April, 1967.

Donald D. Youngman  
Juanita Youngman  
Jerry V. Smith

STATE OF IDAHO,                    )  
  )   ss.  
County of Nez Perce.            )

On this 6 day of April, 1967, before me,  
THE UNDERSIGNED, a Notary Public in  
and for the State of Idaho, personally appeared Donald  
D. Youngman, Juanita Youngman and Jerry V. Smith, known  
to me to be all of the persons whose names are subscribed  
to the within and 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.

Roy E. Alvord  
Notary Public for Idaho,  
Residing at Lewiston,  
therein.