

# State of Idaho



## 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

#### **NORTHWEST WHOLESALE DISTRIBUTORS, INC.**

was filed in the office of the Secretary of State on the **9th** day of **October** A.D. One Thousand Nine Hundred **Fifty-seven** and duly recorded on Film No. **100** 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 **9th** day of **October**, A.D., 19 **57**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
NORTHWEST WHOLESALE DISTRIBUTORS, INC.

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We, DONALD BJELKE of Boise, Idaho, WILLIAM PIATT and ANTHONY YTURRI of Ontario, Oregon, whose names are hereunto subscribed, being natural persons, each over the age of twenty-one years and citizens of the United States, do hereby associate ourselves for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho governing the formation of a private domestic corporation for profit.

ARTICLE I.

The name of said corporation shall be "NORTHWEST WHOLESALE DISTRIBUTORS, INC." and it's duration shall be perpetual.

ARTICLE II.

The enterprise, business, pursuit and occupations in which said corporation proposes to engage in, transact, promote and carry out are as follows, to-wit:

(a) To purchase, sell, store, distribute, handle and otherwise deal in any and all Appliances, Furniture, Floor coverings, Machinery of every kind and nature whatsoever and including but not limited to refrigerators, stoves, heaters, furnaces and other commonly known appliances, and appliances hereafter designed and manufactured.

(b) To engage in any of the above actions either as Wholesaler, Distributor, Retailer, Consignor, Consignee, Lessor, Lessee, Factor, Agent, Manufacturer, Producer, or in any other manner whatsoever.

(c) To acquire, hold, lease, rent, mortgage or pledge, buy or sell such real and personal property as may be necessary or convenient for the transaction of its business; to sue and to be sued; make and use a seal; to buy, sell, lease, transfer, mortgage or convey the rights, licenses, patents, privileges, franchises, real or personal property of the corporation; to purchase, own, vote, sell or hypothecate the stocks and bonds of other corporations; to appoint agents; to make by-laws; to issue stock; to borrow money to issue bonds or to issue other securities or evidences of indebtedness; to enter into contracts or obligations; to recover, collect, transmit, pay out and disburse funds in the course of its business; to handle and discount

negotiable notes, bonds or other types of indebtedness of any kind or nature whatever permitted by the laws of the State of Idaho or the laws of whatever State in which the corporation may be doing business; to lend money, and to give and/or accept, as the case may be, security for the payment of money borrowed or loaned; and in carrying out the objects and purposes of the business to execute and deliver and to accept notes and other evidences of indebtedness.

(d) To have one or more offices and operations in any town or county in Idaho, and without restriction or limitation as to amount, to purchase, lease, own and otherwise acquire, hold and own real and personal property of every class, kind, character and description in any of the States of the United States or its territories, and to conduct any of its business in all other States of the United States as may be permitted by law.

(e) Without in any particular limiting any of the objects or purposes, or powers of the corporation, the business or purposes of the corporation shall be, from time to time, to do any one or more of all of the acts herein set forth, and all such other acts, things and businesses or business in any manner connected therewith, or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation, or enhance the value of, or render profitable any of its business, property or rights as such a corporation may lawfully do; and in carrying on its business or for the purpose of attaining or furthering any of its objects, to do any and all acts and things and to exercise any and all other powers which a corporation or natural person could do and exercise, and which now, or hereafter, may be authorized by law, either as, or by and through Principals, Agents, Attorneys, Contractors, Consignees, Consignors, Factors, Lessors, Lessees or otherwise, either alone or in conjunction with others, and at any place; and in addition thereto to have and exercise all of the rights, powers and privileges now, or hereafter, belonging to or conferred upon corporations organized under and by virtue of the laws of the State of Idaho which authorizes the foundation or formation of such corporation.

(f) All of the rights, powers, privileges or restrictions in these Articles of Incorporation, granted and contained, conferred or imposed, may be enlarged, amended or changes in any manner, or to any extent by a certificate of amendment, made executed, authorized and filed in the manner now or hereafter

permitted by the laws of the State of Idaho.

ARTICLE III.

The registered office and place of business of said corporation is at Boise, Ada County, State of Idaho.

ARTICLE IV.

The capital stock of said corporation shall be One hundred Thousand (100,000.00) Dollars.

ARTICLE V.

The capital stock of said corporation shall be divided into one thousand (1,000) shares of stock of the par value of One Hundred Dollars each, and the stock of the corporation will be nonassessable.

ARTICLE VI.

The names, addresses and number of shares of common stock of each incorporator are:

Donald Bjelke	Boise, Idaho	one share
William Piatt	Ontario, Oregon	one share
Anthony Yturri	Ontario, Oregon	one share

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals this 30 day of September, 1957.

Donald Bjelke (SEAL)  
William Piatt (SEAL)  
Anthony Yturri (SEAL)

STATE OF OREGON )  
                          ) ss.  
County of Malheur)

BE IT REMEMBERED, That on this 30 day of September, 1957, before me, the undersigned, a Notary Public in and for said County and State, personally appeared William Piatt, Anthony Yturri and Donald Bjelke, to me personally known, and known to me to be the identical persons named in, and who executed the foregoing Articles of Incorporation and acknowledged to me that they executed the same freely and voluntarily.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year last above written.

John C. O'Keefe  
Notary Public for Oregon  
My commission expires 3-12-59