

# State of Idaho



## Department of State.

I, FRED E. LUKENS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State, do hereby certify that a certified copy of the articles of incorporation of

### TRISTATE THEATRES

duly certified by the Recorder of Nez Perce County, to be a true copy of the original articles on file in his office, was filed in this department on the 22d day of September A. D. One Thousand Nine Hundred and twenty-eight and is duly recorded in Book 1-20 of Domestic Corporations, Records of the State of Idaho, and that the said articles contain the statement of facts required by Section 4696 of Idaho Compiled Statutes, to-wit:

FIRST, The name of the Corporation as aforesaid; SECOND, The purpose for which it was formed; THIRD, The place where its principal business is to be transacted; FOURTH, The term for which it is to exist; FIFTH, The number of its directors or trustees; SIXTH, The amount of its capital stock and the number of shares into which it is divided; SEVENTH, The amount of its capital stock actually subscribed and by whom.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a body politic and corporate, by the name stated in the articles, for the term of fifty years.

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 twenty-second day of September, in the year of our Lord one thousand nine hundred and twenty-eight, and of the Independence of the United States of America the One Hundred and Fifty-third.

Secretary of State.

ARTICLES OF INCORPORATION

of

TRISTATE THEATRES.

Know All Men By These Presents: That we, EDWIN B. RIVERS, MARY E. RIVERS and W. M. LINEBAUGH, of Lewiston, Nez Perce County, Idaho, being all citizens of the United States, and residents 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 make, subscribe and certify the following articles of incorporation, to-wit:

I.  
( Name )

The name of this corporation is " TRISTATE THEATRES".

II.  
( Term of Existence )

The term for which this corporation shall exist shall be fifty (50) years from and after its incorporation.

III.  
(Principal Place of Business)

The principal office and place of business of this corporation shall be in the City of Lewiston, County of Nez Perce, State of Idaho, but meetings of the stockholders may be held at any other place within the State of Idaho upon such notice as shall be prescribed by the By-Laws, and meetings of the directors may be held within or without the State of Idaho, when meetings without the state are authorized by the By-Laws or by resolution of the Board of Directors.

IV.  
( Purposes )

The objects, purposes and powers of this corporation shall be as follows, to-wit:

To acquire by lease, purchase or any means and use, own and operate theatres, moving picture houses and other places of amusement, and to engage in and carry on a theatre, moving picture and amusement business;

To acquire, buy, sell, hold, lease, manage, operate, own and control buildings, structures, lands and all interests therein;

To purchase or otherwise acquire, own, sell and dispose of stocks and bonds of other corporations and to exercise all the rights and privileges which a corporate owner may lawfully exercise;

To lend money with or without security, and to take security in such forms and on such properties as the company may deem proper; to borrow money and to evidence such indebtedness by notes, bonds or other securities and to secure the same by a mortgage, pledge or in any other manner;

To acquire, own and use patents and copyrights, and to act as licensee, factor or agent, and to make any and all contracts which may be deemed necessary or expedient for the conduct, management and development of the company's business and property.

In general, to exercise all powers which are, or may be, granted by the laws of the State of Idaho to corporations of like character; to have and exercise all powers incidental or necessary to the purposes and powers herein expressed, and to engage in and carry on any other business in connection with the foregoing, whether manufacturing or otherwise, not contrary to law and the charter of this corporation, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of this corporation; and to carry on its business in any other states when authorized by the laws of such states.

To sell any property or interest of the company whenever it is deemed expedient, and to sell the entire property, business and good will of the corporation upon the conditions authorized by law.

V.  
( Capital Stock )

The capital stock of this corporation is Ten Thousand Dollars (\$10,000.00), divided into One Hundred (100) shares of the par value of One Hundred Dollars (\$100.00) each.

VI.  
( Number of Directors )

The number of directors of this corporation shall be three(3), and the names and places of residences of the three incorporators who will carry on the business of the corporation until the first meeting of the stockholders are as follows:

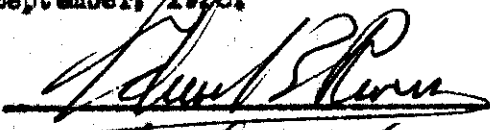
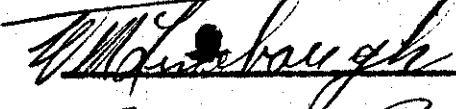
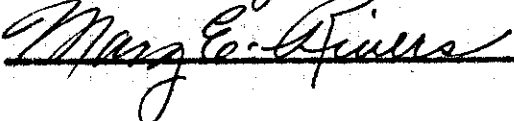
<u>Names.</u>	<u>Address.</u>
Edwin B. Rivers	Lewiston, Idaho.
Mary E. Rivers	Lewiston, Idaho.
W. M. Linebaugh	Lewiston, Idaho.

VII.  
( Amount of Capital Stock Subscribed )

The amount of capital stock which has been actually and in good faith subscribed for is Ten Thousand Dollars (\$10,000.00), and the following are the names of the persons by whom the same has been subscribed:

<u>Names</u>	<u>Number of Shares</u>	<u>Amount.</u>
Edwin B. Rivers	50	\$ 5000.00
Mary E. Rivers	25	2500.00
W.M.Linebaugh	25	2500.00

In Witness Whereof, we have hereunto set our hands and seals this 19th day of September, 1923.

 (SEAL)  
 (SEAL)  
 (SEAL)

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

On this 19th day of September, A.D., 1928, before me,  
Noel B. Martin, a Notary Public in and for said state,  
personally appeared Edwin B. Rivers, Mary E. Rivers and W. M. Linebaugh  
personally known to me and known to me to be the persons whose names  
are subscribed to the foregoing Articles of Incorporation, and sev-  
erally 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 cer-  
tificate first above written.

Noel B. Martin  
Notary Public in and for said state,  
residing at Lewiston, therein.

(Seal).