



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

MCINTIRE SANITATION, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 15, 1988



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *[Signature]*

15 10 34 AM '88  
ARTICLES OF INCORPORATION  
STATE

OF

McINTIRE SANITATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens and residents of the United States of America, over the age of eighteen (18) years, do by these presents form a corporation, as hereinafter stated, pursuant to and under the laws of the State of Idaho, and do hereby execute and deliver these Articles Of Incorporation for that purpose.

WE HEREBY SET FORTH, DECLARE, AND CERTIFY:

ARTICLE I

NAME

This corporation shall be known as "McINTIRE SANITATION, INC."

ARTICLE II

DURATION

The term and existence of this corporation shall be perpetual.

ARTICLE III

OBJECTS AND PURPOSES

The objects and purposes for which this corporation is formed are as follows:

- (a) The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

- 1
- 2
- 3 (b) Without limiting the purposes for which this
- 4 corporation is formed, it shall include the
- 5 residential and commercial removal of trash,
- 6 garbage, and waste of every kind of nature,
- 7 and the disposal of the same together with
- 8 related services appropriate thereto.
- 9
- 10 (c) To engage in any commercial, industrial, or
- 11 agricultural enterprise, calculated or
- 12 designed to be profitable to this corporation,
- 13 and in conformity with the laws of the State
- 14 of Idaho, or such other place or places and
- 15 states in which the corporation may, from
- 16 time to time, conduct its business.
- 17
- 18 (d) To purchase, lease, own, sell, mortgage, sublease,
- 19 and otherwise acquire lands, buildings, easements,
- 20 or property, real and personal, which may be
- 21 requisite for the purposes of or capable of being
- 22 conveniently used in connection with any of the
- 23 objects of this corporation, and to enter into,
- 24 make, perform, carry out contracts of every sort
- 25 and kind, with any person including the right
- 26 to become a partner or interest in a joint
- venture, and to acquire and take over the good
- will, property, rights, franchises, and assets
- of every kind, and liabilities of any person,
- firm, association or corporation, either wholly
- or in part, and to pay for the same in cash,
- stocks, bonds of the corporation, or otherwise.
- (e) To organize or cause to be organized under the
- laws of any state of the United States, or the
- District of Columbia, or of any territory,
- dependency, or possession of the United States,
- or of any foreign country, a corporation, or
- corporations for the purpose of transacting,
- promoting or carrying on any or all of the
- objects or purposes for which this corporation
- is organized, and to dissolve, wind up, liquidate,
- merge, or consolidate any such corporation or
- corporations, or to cause the same to be dissolved,
- wound up, liquidated, merged or consolidated.
- (f) To do all and every thing necessary, suitable, and
- proper for the accomplishment of any of the purposes
- or the attainment of any of the objectives, or
- the furtherance of any of the powers hereinbefore

1 set forth, either along or in association with other  
2 corporations, firms, or individuals, and to do every

3  
4 other act, or acts, thing, or things incidental or  
5 pertinent to or growing out of, or connected with  
6 the foregoing objects or purposes, or any part  
7 or parts thereof, provided the same be not  
8 inconsistent with the laws under which this  
9 corporation is organized.

10 (g) The provisions of these Articles shall be construed  
11 as purposes and powers, and each as an independent  
12 purpose and power in furtherance of, and not in  
13 limitation of, the powers which the corporation  
14 may have under present or future laws of the State  
15 of Idaho, and in such states as the corporation  
16 may, from time to time, do business.

17 (h) To have an to exercise all rights and powers from  
18 time to time granted to a corporation by law.

19 ARTICLE IV

20 LOCATION OF REGISTERED OFFICE AND AGENT

21 The location and registered office of this corporation  
22 is 1458 Oriental Avenue, Burley, Idaho 83318; the post office  
23 address is 1458 Oriental Avenue, Burley, Idaho 83318; the  
24 registered agent of this corporation shall be Robert L.  
25 McIntire, 1458 Oriental Avenue, Burley, Idaho 83318.

26 ARTICLE V

CORPORATE STOCK

The total number of shares which the corporation is  
authorized to issue is two thousand (2,000) shares of stock at  
no par value per share.

<u>TYPE</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Common	2,000	No par value per share

1 All stock, when fully paid, shall be non-assessable.  
2 The corporation may purchase its own stock.  
3  
4

5 No sale or transfer of the corporate stock may be made  
6 without a prior offer in writing to the remaining stockholders  
7 in the same proportion as their share holdings, and at the same  
8 price, terms and conditions on which the prospective sale or  
9 transfer is predicated.

10 ARTICLE VI

11 INCORPORATORS

12 The names and post office addresses of the  
13 incorporators are as follows:  
14 Robert L. McIntire, 1458 Oriental Avenue, Burley, Idaho 83318  
15 Addie M. McIntire, 1458 Oriental Avenue, Burley, Idaho 83318  
16 Carl Pope, Rt. 1, Burley, Idaho 83318  
17 Craig Blake, 626 East 18th St., Burley, Idaho 83318

18 ARTICLE VII

19 BOARD OF DIRECTORS

20 The initial directors of the corporation who shall  
21 serve until the first election of directors are as follows:

22	<u>NAME</u>	<u>ADDRESS</u>
23	Robert L. McIntire,	1458 Oriental Avenue, Burley, Idaho 83318
24	Addie M. McIntire,	1458 Oriental Avenue, Burley, Idaho 83318
25	Carl Pope,	Rt. 1, Burley, Idaho 83318
26	Craig Blake,	626 East 18th St., Burley, Idaho 83318

1           The Board of Directors shall consist of one or more  
2 members as fixed by or the manner provided in the By-Laws of the  
3 corporation. The number of Directors may be increased or  
4  
5 decreased from time to time as provided in the corporate By-  
6 Laws.

7           A majority of the Board of Directors shall constitute a  
8 quorum for transacting business; the act of the majority of a  
9 quorum of the Board of Directors shall be the act of the Board.

10          The directors need not be stockholders of the  
11 corporation.

12                           ARTICLE VIII

13                                   AMENDMENT

14          These Articles Of Incorporation may be amended in  
15 accordance with the provisions of the statutes of the State of  
16 Idaho, then in full force and effect; the power to make, repeal  
17 and amend the By-Laws, and adopt new By-Laws, is hereby  
18 conferred upon the Directors as well as the shareholders.

19                           ARTICLE IX

20          No contract or other transaction between this  
21 corporation and any other corporation shall in any way be  
22 affected or invalidated by the fact that any of the directors of  
23 this corporation are pecuniarily or otherwise interested in or  
24 are directors or officers of such other corporation, nor the  
25 fact that the capital stock of one corporation may be owned, in  
26 part, by the other corporation; any director, individually, may

1 be a party to or may be pecuniarily or otherwise interested in  
2 any contract or transaction and may vote thereon with like force  
3 and effect as if he were not so interested.

4  
5  
6  
7 IN WITNESS WHEREOF, we have hereunto set our hands this  
8 14<sup>th</sup> day of June, 1988.

9  
10 Robert L. McIntire  
Robert L. McIntire

11 Addie M. McIntire  
Addie M. McIntire

12  
13 Carl Pope  
Carl Pope

14  
15 Craig Blake  
Craig Blake

16  
17 STATE OF IDAHO )  
18 County of Cassia ) ss.

19 On this 14<sup>th</sup> day of June, in the year 1988, before me,  
20 the undersigned, a Notary Public in and for said State,  
21 personally appeared ROBERT L. MCINTIRE, ADDIE M. MCINTIRE, CARL  
22 POPE, and CRAIG BLAKE, known or identified to me to be the  
23 persons whose names are subscribed to the within instrument, and  
24 acknowledged to me that they executed the same.

25  
26 [Signature]  
Notary Public for Idaho  
Residing at Burley Idaho