

ARTICLES OF INCORPORATION

of the

THE WRIGHT MERCANTILE COMPANY, (LIMITED)

-----0000\$555\$000-----

UNITED STATES OF AMERICA

State of Idaho §
 §§
County of Bingham §

THIS AGREEMENT, made, entered into and completed this 23^d day of July, A. D. 1902, by and between Eugene Wright, J. Fred Odell, Lester T. Wright, O. D. Frary, and C. W. Jones.

WITNESSETH, that the following and undersigned parties, two of whom are bonified residents and freeholders of the State of Idaho, are desirous of forming a corporation for the purpose ^{of} buying and selling all kinds of merchandise, and also all kinds of farm products, and dealing therein generally, as hereinafter more fully set forth.

Now, therefore, the said named and undersigned parties do hereby certify and declare and agree, as hereinafter set forth, and do hereby, for the purposes aforesaid and hereinafter mentioned, associate themselves together and enter into the following agreement, under the laws of the State of Idaho, to wit:

ARTICLES OF INCORPORATION.

FIRST: The name of this corporation is and shall be, THE WRIGHT MERCANTILE COMPANY (LIMITED).

SECOND: This corporation shall continue in existence for a period of twenty-five years, unless sooner dissolved and disincorporated according to the law.

THIRD: The business and pursuits of said corporation shall be to buy and sell all kinds of merchandise and to buy and sell all kinds of farm products, to buy, own and hold real estate necessary for the operation of said business.

FOURTH: The place where the principal business of the corporation is to be transacted shall be Idaho Falls, County of Bingham, State of Idaho. But said corporation may purchase, obtain, hold, operate and

improve real estate and personal property incident to its business purposes in any part of said state of Idaho or any other place or places necessary and requisite in carrying out ^{any of the} ~~its~~ purposes of this incorporation, or for the sale of any of its property or merchandise or farm products.

FIFTH: The amount of the capital stock of this corporation shall be Twenty-five Thousand (\$25,000.00) Dollars, which shall be divided into Two Hundred Fifty (250) shares of the par value of One Hundred (\$100.00) Dollars each.

SIXTH: The officers of this Corporation shall consist of a Board of Five Directors, a President, a Vice President, a Secretary and Treasurer, whose qualifications shall be to own and hold stock in the Corporation, and whose term of office shall be one year, and until their successors shall be elected and qualified. The President, Vice President, Secretary, and Treasurer shall be elected by the Board of Directors and the President and Vice President shall constitute a part of the Board of Directors and be included in the Five (5) Directors constituting the same. The offices of the Secretary and Treasurer may be held by the same person properly qualified.

SEVENTH: There shall be an annual meeting of the stock holders of said Corporation held at 10 o'clock A.M., on the Second Monday of January in each and every year, at the general office of the Corporation in Idaho Falls, County of Blaine, State of Idaho, for the election of Directors, and the transaction of other such business as shall lawfully come before it. The Directors of said Corporation shall be elected by ballot, and said Directors shall hold their office until the next annual election and until their successors are elected and qualified. Each stock holder shall be entitled to as many votes as he holds shares of the capital stock of the Corporation, and representation by proxy, duly appointed, shall be allowed at all meetings of the stock holders, either general or special, and no business, except to adjourn to a specified time, shall be transacted at any meeting of the stock holders, unless a majority of the stock-holders are represented. The first meeting of the stock-holders for the election of Directors and for

other purposes as above provided, shall be held and the first election had at the office of the Corporation at Idaho Falls, County of Bingham, State of Idaho, aforesaid, upon the Second Monday of January A. D., 1902. And it is hereby provided that a failure to hold said last named meeting, or any general meeting of said stock-holders of said Corporation, at the time appointed for the same, shall not forfeit or in any way interfere with the Corporation's rights acquired under this agreement, but any such meeting shall be held at any subsequent time, upon giving fifteen days notice in the manner provided by the by-laws; and notice of all meetings of the stock-holders, whether general or special, shall be given as prescribed by the by-laws.

EIGHTH: Within ten days after their election, the Directors shall meet and organize as a board, and shall elect a President, a Vice-President, a Secretary and Treasurer and such other officers and agents as may be provided for by the by-laws. At elections by the Directors they may vote either by ballot or viva voce, in accordance with the wish of a majority of the members of the Board of Directors present at such meeting at which such election is to be held. A majority of the whole number of Directors shall form a quorum, and shall be authorized to transact business and exercise the corporate powers of the Corporation.

The Board of Directors shall have power to manage and control the Corporation's business, and by a majority vote, may from time to time, adopt such by-laws, rules and regulations for the government and management of the business, property and affairs of the Corporation, the election of its officers, the transfer of its stock, and prescribing the duties of its officers, agents and employees, and all other by-laws, rules and regulations that may be necessary or convenient for fully carrying out the objects of the Corporation, and not inconsistent with the laws in force or which may be enforced, in the State of Idaho, and not inconsistent with any of the provisions contained in any of the articles of this association, subject, however, to the approval of a majority of the capital stock represented at a meeting called for the purpose of passing upon the same.

NINTH: Any officer of the Corporation may resign by delivering to the President of the Corporation, a written resignation, and any vacancies which may occur by reason of death, resignation or removal from the office, or from any other cause, shall be filled, until the next annual meeting, by the Board of Directors. Any officer or agent elected or appointed by the Board of Directors, may be removed by a vote of a majority of the said Board of Directors.

TENTH: The following named persons shall be the officers of this Corporation, and its Board of Directors, until the regular election on the second Monday in January, 1908, and until the officers and directors then elected are duly qualified, to-wit:

Eugene Wright,	President and Director,
J. Fred Odell,	Vice-President and Director,
Lester T. Wright,	Secretary, Treasurer and Director,
O. D. Frary,	Director,
C. W. Jones,	Director.

But any of said officers may resign or be removed as hereinbefore provided.

ELEVENTH: The individual or private property of the stockholders shall not be liable for the debts and liabilities and obligations of the Corporation.

TWELFTH: These articles may be altered, amended or changed in any particular, at any meeting of the stockholders called and held for that purpose: providing, that two-thirds ($\frac{2}{3}$) of the capital stock represented at such meeting, votes for the same.

THIRTEENTH: The names, places or residence, number of shares and the amount of the capital stock of each subscriber hereto, are as follows:

Names	Residence.	No. Shares	Amount.
Eugene Wright	Idaho Falls, Idaho	30	\$3000.00
J. Fred Odell	Salt Lake City, Utah	10	1000.00
Lester T. Wright	Idaho Falls, Idaho	10	1000.00
O. D. Frary	Chicago, Ill.	30	3000.00
C. W. Jones	Milwaukee, Wis.	30	3000.00
Frank Blosson,	Knosha, Wis.	—	—
Geo. Youll,	Knosha, Wis.	—	—

FOURTEENTH: The capital stock of the Corporation shall be ~~unassessable~~ non-assessable.

FIFTEENTH: Special meetings of the stockholders shall be called and held as provided by the by-laws.

IN WITNESS WHEREOF, We have hereunto set our hands and seals on the 23rd day of July, A D., 1902.

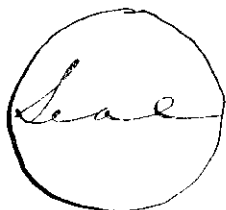
witnessed by,

H. J. Hasbrouck as Notary Eugene Wright
Paul Hampton J. Fred Odell
H. J. Hasbrouck as Notary Estlin J. Wright
Geo. J. Odell as Notary C. D. Tracy
Fred Meyer as Notary C. W. Jones

State of Idaho §
County of Bingham §

On this 23rd day of July, A. D., 1902, before me H. J. Hasbrouck, a Notary Public in and for Bingham County, State of Idaho, residing therein, duly commissioned and sworn, personally appeared Eugene Wright, personally known to me to be the identical person whose name is subscribed to the within instrument, and he acknowledged to me that he executed the same freely and voluntarily and for the purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Idaho Falls, Bingham County, State of Idaho, the day and year last above written.



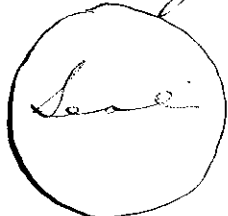
H. J. Hasbrouck
Notary Public.

State of Utah §
County of Salt Lake §

On this 8th day of August, A. D., 1902, before me Grant Hampton a Notary Public in and for Salt Lake County, State of Utah, residing therein, duly commissioned and sworn, personally appeared J. Fred Odell, of Salt Lake City, personally known to me to be the identical person whose name is subscribed to the within instrument, and who acknowledged to me that he executed the same freely and voluntarily and for the purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed

My Commission expires Jan 23rd 1906
my official seal, at Salt Lake City and County, State of Utah, the day and year last above mentioned.



Grant Hampton
Notary Public.

State of Idaho §
County of Boise §

On this 23rd day of July, A. D., 1902, before me H. J. Hasbrouck a Notary Public in and for Boise County, State of Idaho, residing therein, duly commissioned and sworn, personally appeared Lester T. Wright, of Idaho Falls, personally known to me to be the identical person whose name is subscribed to the within instrument and who acknowledged to me that he executed the same freely and voluntarily and for the purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Rexburg, Count of Fremont, State of Idaho, the day and year last above mentioned.



H. J. Hasbrouck
Notary Public.

State of Illinois §
County of Cook §

On this 31st day of July, A. D., 1908, before
William E. Lundgren a Notary Public in and for Cook County,
State of Illinois, residing therein, duly commissioned and sworn, per-
sonally appeared O. D. Frary, of Chicago, personally known to me to be
the identical person whose name is subscribed to the within instrument
and who acknowledged to me that he executed the same freely and volun-
tarily and for the purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, at Chicago, County of Cook,
State of Illinois, the day and year last above
written.



William E. Lundgren
Notary Public.

State of Wisconsin,

Milwaukee County

SS

On this *1st* day of *August*, A. D., 1902, before me

Fred Meyer, a Notary Public, in and for *Milwaukee*
Co. residing therein, duly commissioned and sworn,

personally appeared G. W. Jones, personally known to me to be the identical person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same freely and voluntarily and for the purposes therein mentioned.

In witness whereof, I have herunto set my hand and affixed my official seal, at *Milwaukee Wisconsin*
the day and year last above written.



Fred Meyer
Notary Public.

My Commission expires January 18th 1906.

STATE OF IDAHO.)
County of Bingham.) SS.

I hereby certify the foregoing to be a full, true and correct copy of the original Articles of Incorporation the Wright Mercantile Company Limited, as the same appear of record in Book "B" of Incorporations, at page 130, records of the County and State afore said.

In Witness Whereof, I have hereunto set my hand and affixed my official seal this 29th day of August 1902.

Geo. F. Gagon, Recorder,
By *S. J. Williard* Deputy