



CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP
I, ARNOLD WILLIAMS, 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

WESTERN STATES VENDING, INC.

was filed in the office of the Secretary of State on the
July *First*
will be day

A.D. One Thousand Nine Hundred *Sixty-six*

duly recorded on Film No. and
~~_____~~ 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
Pocatello, ~~Sumner~~
in the County of

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,
First *July* ,
this *66*
day of
A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION OF THE
WESTERN STATES VENDING, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned all of whom are full age citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

I.

The name of the corporation is: WESTERN STATES VENDING, INC.

II.

Without limiting in any way the powers granted by the laws of the State of Idaho, the purposes for which said corporation is formed are as follows:

To establish, install and maintain automatic vending and slot machines designed to vend and distribute goods, wares, and merchandise, and any other commodity, specialty, and notion, and to buy, sell, rent, and operate such machines and the rights incident thereto of establishing and maintaining such machines upon public or private property and acquire, hold, and dispose of vending machine franchises for the foregoing purposes.

To manufacture, produce or to otherwise acquire, sell, or dispose of, import, export, distribute, deal in and with, whether as principal or agent, goods, wares, merchandise, and materials of every kind and description, whether now known or hereafter to be discovered or invented, at wholesale and at retail.

To acquire in whole or in part the business, good will, rights, franchises, stocks of merchandise, property and assets of all kinds of any

corporation, association, partnership, combination, organization, entity or individual, domestic or foreign; and to pay for the same in cash, stocks, bonds, notes, debentures, or other security or obligations of the corporation or otherwise; to hold, possess, and improve such properties and to conduct in any legal manner the whole or any part of the business so acquired; and to pledge, mortgage, sell, or otherwise dispose of the same.

To acquire by purchase, subscription, or otherwise, to hold as an investment bonds, securities, evidences of indebtedness, shares of capital stock of any association or corporation, including its own; to exercise all the rights, powers, and privileges of owners thereof, including the right to vote thereon and the right to give proxy or proxies; and to sell or otherwise dispose of the same, and in the case of its own capital stock or its own securities to transfer, reissue, or cancel the same in the manner and to the extent now or hereafter authorized by the laws of the State of Idaho.

To purchase, acquire, own, hold, transfer, obtain, develop, improve, sell and dispose of real estate of every kind and nature, including leases, interests therein, and mortgages thereon, and to lend money and make loans to such persons and on such terms as may seem expedient.

To issue notes, debentures, certificates of indebtedness for the purpose of carrying out the objects of said corporation; and to do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, and to do any other act, thing or things, incidental to or appurtenant to or growing out of or connected with the aforesaid objects or purposes hereinbefore described, or any parts thereof, provided that the same be not inconsistent with the laws under which this corporation is organized.

III.

That the time for which this corporation is to exist is perpetual.

IV.

That the location and postoffice of this registered office in this State is 40 Oakwood Drive, Pocatello, Bannock County, Idaho.

V.

The total number of par value authorized shares is 25,000 and their aggregate value is \$25,000.00. The capital stock of said corporation shall be divided into 25,000 shares of common stock of the par value of \$1.00 each. The holders thereof are entitled to one vote for each share held.

VI.

The business of this corporation shall be managed by a board of at least three directors. A director shall hold office for the term for which he is elected, and until his successor is elected and qualified. The number and qualifications of directors, term of office, and manner of election, time, place and manner of calling meetings, and the powers and duties of the directors shall be prescribed by the by-laws.

VII.

The names and postoffice addresses of each of the incorporators and a statement of the number of shares subscribed by each, and the class of shares to which each subscribes, are as follows:

<u>NAME OF INCORPORATOR</u>	<u>ADDRESS</u>	<u>No. of Shares</u>	<u>CLASS OF SHARES</u>
George L. Guilford	40 Oakwood Drive Pocatello, Bannock County, Idaho	One	Common
Barbara E. Guilford	40 Oakwood Drive Pocatello, Bannock County, Idaho	One	Common
F. M. Bistline	808 North Eighth Avenue, One Pocatello, Bannock County, Idaho		Common

IN WITNESS WHEREOF we have hereunto set our hands this
8th day of June 1966.

George W. Rauple
Barbara E. Bungford
Franklin

STATE OF IDAHO }
 } ss
COUNTY OF BANNOCK }

On this 8th day of June, 1966, before me, the undersigned
a Notary Public in and for the State of Idaho, personally appeared George
L. Guilford and Barbara E. Guilford, and F. M. Bistline, known to me to
be the persons whose names are subscribed to the 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.

Bethune
Notary Public
Pocatello, Idaho

Notary Public
Pocatello, Idaho