



CERTIFICATE OF INCORPORATION  
OF

**CEE VEE CORPORATION**

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 \_\_\_\_\_

**CEE VEE 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: **October 14, 1983**



SECRETARY OF STATE

by: \_\_\_\_\_

COPIED 12-11-63  
11-11-63

**ARTICLES OF INCORPORATION OF**

**CEE VEE CORPORATION**

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of legal age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

**Name**

The name of the corporation shall be "Cee Vee Corporation".

II.

**Registered Office**

The location and post office address of the registered office of the corporation shall be Route #1, Box 143, King Hill, Idaho 83633.

III.

**Registered Agent**

The name of the registered agent of the corporation is Charles C. Kast.

IV.

Duration

The period of existence and duration of the corporation shall be perpetual.

V.

Corporate Purpose

The purpose for which the corporation is organized shall be the transaction of any and all lawful business for which corporations may be incorporated under the laws of Idaho.

VI.

Authorized Capital Stock

The corporation shall have 250,000 shares of common stock with a par value of \$1.00 per share, for a total capitalization of \$250,000.00. Each share shall have the same rights, privileges and voting power and shall be non- assessable.

VII.

Incorporator

The name and post office address of the incorporator is as follows:

| <u>Name</u>       | <u>Post Office<br/>Address</u>        |
|-------------------|---------------------------------------|
| George W. Carrico | 534 Main Street<br>Gooding, Id. 83330 |

VIII.

Directors

There shall be more than one (1) director of the corporation, but the number of directors may be increased or decreased from time to time as provided by the By-Laws. The names and post office addresses of the initial directors, named by the incorporator, are as follows:

| <u>Name</u>      | <u>Post Office Address</u>                |
|------------------|---|
| Charles C. Kast  | Route #1, Box 143<br>King Hill, Id. 83633 |
| Virginia R. Kast | Route #1, Box 143<br>King Hill, Id. 83633 |

The initial directors shall serve until the first election of directors.

IX.

By-Laws

The Board of Directors, by a majority vote, shall have the power to adopt By-Laws, and to repeal and amend By-Laws.

X.

Director Conflicts Of Interest

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other

corporation is owned by the corporation, and no act of the corporation, shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and the director of the corporation who is also so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction, with like force and effect as if he were not such directors or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation has hereunto set his hand and seal this 11<sup>th</sup> day of october, 1983.

  
George W. Carrico

STATE OF IDAHO            )  
                                  :SS  
County of Gooding )

On this 11 day of October, 1983, before me, the undersigned, a Notary Public in and for said State, personally appeared GEORGE W. CARRICO, known to me or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he 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.

Pauline M. Jackson  
Notary Public for Idaho

(SEAL)