

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

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

#### OLD HARDWARE AND FURNITURE, INC.

was filed in the office of the Secretary of State on the **Fourth** day of **January** A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ ~~microfilm~~ duly recorded on Film No. ~~of~~ 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 **Fifty years** from the date hereof, with its registered office in this State located at

**Orofino**

in the County of

**Clearwater**

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 **4th** day of **January**, A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION  
of  
OUD HARDWARE AND FURNITURE, INC.

BE IT WITNESSED by these presents that we, R. H. OUD, BERNADINE OUD and JON P. OUD, being desirous of forming a corporation for the purposes hereinafter specified, and in conformity with the laws of the State of Idaho, do make and subscribe the following Articles of Incorporation, in triplicate.

ARTICLE I.

The name of this incorporation shall be the OUD HARDWARE AND FURNITURE, INC.

ARTICLE II.

The purposes for which this incorporation is formed are and shall be:

To acquire, own by any lawful method or means any real property, easements, appurtenant rights and interest therein and to own, develop, improve, subdivide, lease and trade, manage, mortgage, sell, exchange and convey, and otherwise deal with the same in any lawful manner; to own and operate any hardware, mercantile or merchandising business thereon, or elsewhere, to pay for any property interest or right in land or other property acquired by this corporation, in money or by exchange of its capital stock, bonds or other indebtedness. To buy and sell at wholesale or retail, any goods, wares or merchandise whatsoever which may be lawfully done, either for cash, credit or exchange, to make, execute and deliver all necessary and convenient instruments in writing, to secure the payment thereof; to acquire, own and operate any kind of communication, transportation or delivery

service by water, land or air, necessary, convenient or expedient to any mercantile or other business owned and operated by this corporation; to enter into contracts of agency, dealership, or other arrangements with producers, manufacturers or wholesalers of any merchandise, material, vehicle or motor vehicle, or for the conveyance by water, air or land by any such vehicle, together with the necessary facilities for the maintenance, servicing and distribution of the same; to buy or sell, acquire or hold stocks and securities of other corporations to an extent not prohibited by law, and in general to do any act or enter into any business or occupation not prohibited by law and necessary or expedient for carrying out the purposes for which this corporation is formed.

#### ARTICLE III.

The amount of capital stock of this incorporation is the sum of Two Hundred Thousand Dollars (\$200,000.00) and shall be divided into twenty thousand (20,000) equal shares at par value of Ten Dollars (\$10.00) each. Each share will be identical with every other share and carry one vote.

#### ARTICLE IV.

The term of existence of this corporation shall be fifty (50) years from the date of filing these Articles of Incorporation in the office of the Secretary of State of the State of Idaho.

#### ARTICLE V.

This corporation shall have three directors who shall, at all times, be citizens of the United States of America, and the names and residences of the said directors who shall manage the business of the incorporation until the first regular meeting of the stockholders are: R. H. Oud, Orofino, Idaho; Bernadine C. Oud, Orofino, Idaho; and Jon P. Oud, Orofino, Idaho.

ARTICLE VI.

The principal place of business of this corporation is located in Orofino, County of Clearwater, State of Idaho.

ARTICLE VII.

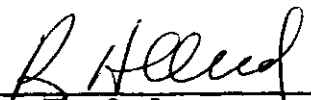
The names and addresses of each of the incorporators and the number of shares subscribed to each are as follows:

|                  |                               |                   |
|------------------|-------------------------------|-------------------|
| R. H. Oud        | P.O.Box 1210, Orofino, Idaho  | <u>One</u> shares |
| Bernadine C. Oud | P.O. Box 1210, Orofino, Idaho | <u>One</u> shares |
| Jon P. Oud       | P.O. Box 1210, Orofino, Idaho | <u>One</u> shares |

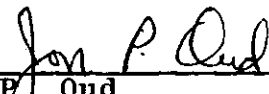
ARTICLE VIII.

These Articles of Incorporation may be amended by a majority vote of the stock issued at any regular meeting, or at a special meeting called by a majority of the Board of Directors after a thirty day notice.

IN WITNESS WHEREOF, We, the undersigned, being of full age and at least two-thirds of whom are citizens of the United States, hereunto subscribe our hands and seals this 17 day of December, 1964.

  
\_\_\_\_\_  
R. H. Oud

  
\_\_\_\_\_  
Bernadine C. Oud

X   
\_\_\_\_\_  
Jon P. Oud

STATE OF IDAHO

County of Clearwater

} ss.

On this 17<sup>th</sup> day of December, in the year 1964, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared R. H. Oud and Bernadine C. Oud, known to me to be the persons whose names are subscribed to the foregoing instruments, 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.

*[Signature]*

Notary Public  
In and for the State of Idaho.  
Residing at Orofino, Idaho.

STATE OF IDAHO

County of Clearwater } ss.

On this 17<sup>th</sup> day of December, in the year 1964, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared Jon P. Oud, known to me to be the persons whose names are 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.

*[Signature]*

Notary Public  
In and for the State of Idaho.  
Residing at OROFINO, Idaho.