



## Department of State.

### CERTIFICATE OF INCORPORATION

GEO. H. CURTIS.

I, ~~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

STONE'S INC.

was filed in the office of the Secretary of State on the **Fourth** day  
of **November** **A. D. One Thousand Nine Hundred Thirty-nine** and  
duly recorded in Book **A-52** of Record of Domestic Corporations, of the State of Idaho,  
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,  
Annotated.

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  
Nampa in the County of Canyon.

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 **November** **, in the year of our Lord**  
**one thousand nine hundred thirty-nine** ,  
and of the Independence of the United States of  
America the **One Hundred sixty-fourth** .

Secretary of State.

ARTICLES OF INCORPORATION

of

STONE'S INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, BERT S. STONE, BELLE STONE and VIVIAN E. STONE, all of Nampa, Canyon County, Idaho, each a natural person of full age and a citizen of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and particularly the business corporation act of said state, being Chapter 1 of Title 29 of the Idaho Code Annotated, and to that end we do hereby sign, acknowledge and adopt in triplicate the following articles of incorporation, namely:

ARTICLE FIRST.

The name of this corporation is

"STONE'S INC."

ARTICLE SECOND.

The purposes for which this corporation is formed are:

(1) To buy, sell, deal and trade in all kinds of lumber, lumber products, shingles, laths, staves, doors, timbers and timber products, brick, stone, lime, cement, cement blocks, glass windows, paints and other preservatives, roofing, building hardware, iron, steel and the products thereof and all other kinds of building material of every kind and character that can or may be used in the construction, erection, maintenance and repair of buildings, structures and fixtures.

ance, repair or improvement of buildings or other structures.

(2) To purchase or otherwise acquire, own, lease, manage, maintain and operate one or any larger number of lumber yards or other places of business and carry on a general wholesale and retail business in building materials without limitation as to class or product, and to trade and deal in and with all such products, merchandise, articles of trade, things and materials as are or may be handled by lumber yards and by dealers or merchants in building materials.

(3) To purchase or otherwise acquire, sell, deal and trade, both at wholesale and retail, in posts, poles, fencing material of all kinds, tools, implements, coal, coke, wood and every other kind of fuel.

(4) To manufacture lumber, shingles, laths, staves, doors, windows, interior finish and other articles of commerce or trade, and to finish, dress and work into form, building products and material of every kind and character and to purchase, sell and otherwise deal and trade both at wholesale and retail in all such products.

(5) To buy or otherwise acquire, own, hold, lease, manage and sell timber and timber lands, and to buy or otherwise acquire, own, hold, lease, manage, sell and operate mills, plants, machinery and equipment useful or desirable in the manufacture of lumber or other articles or supplies used in the construction or erection of buildings or other structures.

(6) To apply for, procure and obtain by purchase or otherwise, any and all kinds of letters patent, trade marks, licenses and grants for inventions, improvements, secret pro-

cesses, designs and labels useful or desirable in connection with the company's business and to exploit and develop the same.

(7) To deal and traffic in real estate and all estates and interest therein whether owned by it or otherwise, to buy, invest in, take, lease, rent, option or in any other manner acquire, own, hold, possess, develop, improve, farm, maintain, manage, operate, sell, exchange, lease, convey, transfer, mortgage, give liens against or in any other manner deal with, dispose of or encumber real estate of all kinds and character wheresoever situate and the hereditaments and appurtenances thereunto belonging, and any and all interests or estates therein whether in the state of Idaho or elsewhere and likewise water or ditch rights, easements, mineral, oil and gas rights, oil and gas wells, rights-of-way and franchises whether classified as real or personal property.

(8) To deal and traffic generally in goods, wares and merchandise and all other forms of personal property and all other property of every class and description and all estates or interest therein whether owned by it or otherwise, to buy, invest in, take, lease, rent, option or in any other manner acquire, own, hold, maintain, possess, handle, improve, operate, sell, exchange, lease, convey, transfer, rent, mortgage, give liens against or in any other manner deal with, dispose of or encumber such property.

(9) To loan or invest its funds without limitation as to amount, either without security or on security of every kind, character or amount, to purchase, invest in, discount or otherwise acquire, loan on, own, hold, sell, assign, exchange, endorse, transfer, guarantee, become surety for, mortgage, pledge, hypothecate or otherwise dispose of and to deal generally in

notes, bonds, debentures, drafts, negotiable instruments, mortgages, contracts, stocks, warrants, bills, accounts, and all other indebtedness, financial obligations or evidences of indebtedness or financial obligations, negotiable or non-negotiable, of individuals, firms, partnerships, corporations public or private, joint stock companies, associations, the United States, the State of Idaho, and any other state, territory, country, nation, county, municipality, public corporation, district, political subdivision, department or agency thereof or therein, whether secured or unsecured, and in general all securities of every kind, class and character.

(10) To borrow money and otherwise incur indebtedness without limit as to amount, and to draw, make, accept, endorse, transfer, assign, guarantee, execute and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments and all other evidences of indebtedness, negotiable or non-negotiable whether secured or unsecured.

(11) For the purpose of securing all or any of its contracts, obligations or liabilities, to convey, transfer, assign, deliver, mortgage, pledge or otherwise hypothecate all or any part of the property or assets at any time owned or held by this corporation.

(12) To buy, redeem, or otherwise acquire, own, hold, sell, reissue and/or cancel any shares of its own capital stock, provided however, that this corporation may not use any of its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of this corporation, and provided further, that the shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly.

(13) To organize or cause to be organized, incorporate and reorganize subsidiary corporations and joint stock companies and associations for any purpose permitted by law, to the same extent as natural persons might or could do.

(14) To acquire by purchase, subscription or otherwise and to own, hold, sell, assign, transfer, deal in, exchange, mortgage, pledge or otherwise dispose of and to guarantee the shares of the capital stock of or any bonds, securities or evidence of indebtedness created by any other corporation or corporations, joint stock company or association organized under the laws of this state or of any other state, country, nation or government and while owner of said stock to exercise all the rights, powers and privileges of ownership including the right to vote thereon.

(15) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and/or to undertake or in any way assume the liabilities of any person, firm, association or corporation; to pay for the said good will, rights, property and assets in cash, the stock of this company, bonds, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(16) To promote or to aid in any manner, financial or otherwise, any corporation or association of which any stocks,

bonds or other evidences of indebtedness or securities are held directly or indirectly by this corporation, or in which this corporation has any financial interest, and for this purpose to guarantee the contracts, dividends, stocks, bonds, notes and other obligations of such corporations or associations, and to do any other act or things designed to protect, preserve, improve or enhance the value of such stocks, bonds or other evidences of indebtedness or securities.

(17) To enter into, make, and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

(18) To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in a connection with the above, or calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

(19) To have, exercise, and enjoy all the powers and/or privileges now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all powers and privileges granted to corporations by Chapter 1 of Title 29 of the Idaho Code Annotated, and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objects and purposes.

(20) To act as agent, factor, and/or consignee for any person, firm, or corporation and to carry out all or any of

the objects and purposes herein specified as principal, factor, agent, contractor, consignee, or otherwise.

(21) To conduct its business and exercise all or any of its powers as above specified or otherwise, in the State of Idaho and/or in any other state, territory and/or colony of the United States, the District of Columbia, any foreign country and/or any other part of the world as fully and to the same extent as natural persons might or could do, either alone or in company with others, and at its option to have one or more offices and/or places of business outside the State of Idaho, and such offices and/or places of business as it desires in said state, in addition to its registered and principal place of business.

(22) All the foregoing provisions of this Article Second are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general purposes and powers of the corporation; provided however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or do any act which a corporation formed under the laws of Idaho now or hereafter existing may not, at the time, lawfully carry on or do. It is the intention that the purposes, objects, and powers specified in each of the paragraphs of this Article Second of these articles of incorporation shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in this paragraph

contained or of any other provision of these articles of incorporation.

ARTICLE THIRD.

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

ARTICLE FOURTH.

The location and post office address of the registered office of this corporation in the state of Idaho is "Nampa, Canyon County, Idaho".

ARTICLE FIFTH.

All shares of this corporation are of the par value of \$100.00 each and the total authorized number of such par value shares is 500 and their aggregate par value is \$50,000.00. All such shares are of the same class with equal rights and voting power and without preference or priority of any share over any other and are non-assessible.

ARTICLE SIXTH.

The following are the names and post office addresses of the incorporators, together with the number of shares which are subscribed by each set opposite their respective names:

<u>Name</u>	<u>P.O. Address</u>	<u>No. shares</u>
Bert S. Stone	Nampa, Idaho	1
Belle Stone	Nampa, Idaho	1
Vivian E. Stone	Nampa, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 3rd day of November, 1939.

Bert Stone  
Belle Stone  
Vivian E. Stone

STATE OF IDAHO      )  
                          ) ss  
County of Ada      )

On this 3<sup>rd</sup> day of November in the year 1939, before  
me, the undersigned, a Notary Public in and for said state,  
personally appeared Bert S. Stone, Belle Stone and Vivian E.  
Stone, known to me to be the persons whose names are sub-  
scribed to the foregoing articles of incorporation and acknowledged  
to me that they executed the same in triplicate.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal the day and year in this certificate  
first above written.

Frank P. Bremmer  
Notary Public for Idaho  
Residing at Boise, Idaho