

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

SOULEN LIVESTOCK CO.

was filed in the office of the Secretary of State on the **First** day
of **March** A.D. One Thousand Nine Hundred **Sixty-five** and
~~will be~~
/duly recorded on ~~Film No.~~ **microfilm** 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
Weiser, in the County of **Washington.**

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 **1st** day of **March**,
A.D., 19 **65**.

Secretary of State.

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ARTICLES OF INCORPORATION
OF
SOULEN LIVESTOCK CO.

KNOW ALL MEN BY THESE PRESENTS: That we, HARRY B. SOULEN, BEULAH M. SOULEN, PHILIP B. SOULEN and ERLENE C. SOULEN, all of Weiser, Washington County, Idaho, and all being citizens of the United States of America, and all being of full age, do, under and in pursuance of the general incorporation laws of the State of Idaho, hereby voluntarily associate ourselves together, and such other persons as hereafter may become associated with us, into a body politic and corporate, to carry on the business and for the purposes hereinafter named:

I.

The name of this corporation shall be SOULEN LIVESTOCK CO.

II.

The purposes for which this corporation is formed are as follows, to-wit:

- (a) To operate, carry on and maintain a specialized and general farming and ranching operation or operations, and to carry on such business in all its interrelated or allied aspects.
- (b) To operate, carry on and maintain a general livestock business, including buying, selling, feeding, producing and raising of livestock, and to carry on such a business in all its interrelated or allied aspects.
- (c) To operate, carry on and maintain the business of buying, selling and servicing any and all types of farm machinery and equipment, power tools, hand tools, hardware, of any and all types, makes and kinds of goods, wares and merchandise, and to carry on such business with all of its interrelated or allied aspects.
- (d) To have and to use a corporate seal which may be altered at pleasure.
- (e) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights,

1 privileges, franchises, real or personal property
2 of the corporation, other than its franchise
3 of being a corporation, and to acquire, purchase,
4 guarantee, hold, mortgage, own, vote, sell,
5 pledge and/or otherwise dispose of and deal in
6 shares, bonds, securities and debentures and
7 other evidences of indebtedness of other
8 corporations, domestic or foreign.

9 (f) To appoint such officers, employees and agents
10 as the business of the corporation may require
11 and to allow them compensation.

12 (g) To enter into contracts or obligations of any
13 kind or type essential, necessary or proper to
14 the transactions of its ordinary affairs or
15 for the purpose of the corporation.

16 (h) To conduct business in the State of Idaho or
17 other states and territories of the United
18 States and in foreign countries and to have
19 one or more offices and place of business in
20 or out of the State of Idaho and to acquire,
21 receive, hold, purchase, lease, mortgage,
22 dispose of and/or convey real and personal
23 property situate within or without the State
24 of Idaho.

25 (i) To apply for, acquire, hold, use, own, operate,
26 dispose of by sale, or otherwise, mortgage,
27 hypothecate, lease and/or to sell and grant
28 licenses in respect of patents, trade marks,
29 trade names, inventions, improvements,
30 processes, copyrights and licenses therefor.

31 (j) To execute, issue, negotiate promissory notes,
32 bills of exchange, bonds, debentures, negoti-
33 able instruments, securities and other obli-
34 gations of this corporation and to secure any
35 of the same by pledge, mortgage, deeds of
36 trust or other hypothecation of any/or all of
37 the property of the corporation.

38 (k) In connection with the carrying on of the
39 business of the corporation, to lend and
40 advance money, credit, property of the
41 corporation and to render aid by guarantee or
42 in any other manner gratuitously or on such
43 terms as may seem expedient on open account,
44 secured or unsecured, to any person, firm,
45 association or corporation.

46 (l) To purchase, subscribe for or otherwise acquire,
47 own, manage, hold, use, operate, lease, mort-
48 gage, hypothecate, pledge, exchange, assign,
49 transfer, sell or otherwise dispose of immovable
50 and movable property of every kind and descrip-
51 tion, including shares of stock, bonds, inden-
52 tures, notes, evidences of indebtedness and
53 other securities, contracts or obligations of
54 this or any other corporation, association or
55 firm, and to pay therefor in whole or in part
56 in cash or by exchanging therefor stocks, bonds

1 or other evidence of indebtedness or securities
2 of this or any other corporation and to receive,
3 collect and dispose of the interest, dividends,
4 and income arising from such property and to
5 possess and exercise in respect thereof all the
rights, powers and privileges of ownership
including all voting powers of any stocks or
other securities so owned, controlled, managed
or operated.

6 (m) Generally to do any and all things necessary or
7 proper in carrying on the business of the
8 corporation and to enter into, make, perform and
9 carry out contracts, leases and franchises of
every kind and nature relating to or connected
with the business or any phase thereof in which
the corporation may be or is from time to time
engaged upon and to do everything necessary,
proper or useful for the accomplishment of the
objectives and principles herein enumerated, or
necessary, proper or convenient to the benefit of
the corporation for the furtherance of its busi-
ness propositions.

13 (n) The foregoing clauses are to be considered as
14 objectives, purposes and powers and the enumera-
15 tion of specific powers shall not limit or
16 restrict in any manner the powers of the cor-
17 poration, it being the intention that the
18 objectives and powers specified in this or any
other article herein shall in nowise be limited
or restricted by reference to or by inference
from the terms of any other article or clause
thereof, but the same may be and is extended
thereby.

19 III.

20 The principal place of transaction of business of
21 this corporation and its post office address and registered
22 office shall be at Weiser, Washington County, Idaho, but the cor-
23 poration may establish and maintain such subordinate and branch
24 offices as may be hereafter decided or determined upon by the
25 corporation by or through its Board of Directors, whether in the
26 State of Idaho or such other states or places as may from time to
27 time be determined.

28 IV.

29 That the period for which this corporation shall exist
30 shall be perpetually from and after the date of filing of these
31 Articles of Incorporation.
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V.

That the total authorized capital stock of this corporation shall be SEVEN HUNDRED FIFTY THOUSAND DOLLARS (\$750,000) divided into SEVEN THOUSAND FIVE HUNDRED (7,500) shares, of the par value of ONE HUNDRED DOLLARS (\$100) each per share, all of equal classification, without priority one over the other and fully paid and non-assessable.

VI.

The name and post office address of each of the incorporators and the number of shares subscribed by each subscriber and the par value thereof is as follows:

Name	P. O. Address	No. of Shares	Par Value per share
Harry B. Soulen	Rolling Hills Weiser, Idaho	1	\$100.00
Beulah M. Soulen	Rolling Hills Weiser, Idaho	1	\$100.00
Philip B. Soulen	Rolling Hills Weiser, Idaho	1	\$100.00
Erlene C. Soulen	Rolling Hills Weiser, Idaho	1	\$100.00

VII.

The number of Directors, and the manner, time and place of holding the general annual meeting, adjourned meetings and special meetings of the stockholders and of the Directors of this corporation, and the method of conducting the business of this corporation, shall be provided by the By-Laws hereinafter to be adopted by this corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set our hands and seals this 25th day of February, 1965.

H. B. Soulen
Beulah M. Soulen
Philip B. Soulen
Erlene C. Soulen

1 STATE OF IDAHO
2 County of Washington } ss

3 On this the 25th day of February, 1965, before
4 me, the undersigned, a Notary Public in and for said State, per-
5 sonally appeared HARRY B. SOULEN, BEULAH M. SOULEN, PHILIP B.
6 SOULEN and ERLINE C. SOULEN, known to me to be the persons whose
7 names are subscribed to the foregoing instrument, and acknowledged
8 to me that they execute the same.

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

12
13 D. Ryan Speropoulos
14 Notary Public for said State
15 Residing at Weiser, Idaho
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