

210



ARTICLES OF AMENDMENT (General Business)

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned
corporation amends its articles of incorporation as follows:

2004 OCT 20 PM 12:04
CLERK OF STATE
STATE OF IDAHO

1. The name of the corporation is:

El Centro Finance, Inc.

2. The text of each amendment is as follows:

Article IV - Capitalization shall be amended to read as set forth on Exhibit "A" attached hereto and by this reference made a part hereof.

3. The date of adoption of the amendment(s) was: January 1, 2003

4. Manner of adoption (check one):

☐ The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

☐ None of the corporation's shares have been issued and was, therefore, adopted by the
☐ incorporator ☐ board of directors.

☒ The number of shares outstanding and entitled to vote was 5,000

The number of shares cast for and against each amendment was:

Amended article	Shares for	Shares against
IV	5,000	0

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

Dated: _____

Signed: [Signature]

Typed Name: D. Levi King

Capacity: President

g:\corp\forms\starts of amendment.
general business.pdf
Revised 07/2002

IDAHO SECRETARY OF STATE
10/20/2004 05:00
CX: 18281144388KAM CT: 172899 BH: 772181
1 @ 38.00 = 38.00 AMEND PROF # 2

Web Form

C144917

EXHIBIT "A"**ARTICLE IV – CAPITALIZATION**

1. Number of Shares. The aggregate number of shares this Corporation shall have the authority to issue shall be:

- (a) One Thousand (1,000) shares of non-assessable voting common stock having no par value; and
- (b) One Million (1,000,000) shares of non-assessable nonvoting common stock having no par value.

2. No Preferential Rights. Each share of voting common stock and each share of nonvoting common stock shall be identical in interest. Neither voting nor nonvoting shares shall have any preferential or superior rights; provided, however, that a voting share shall entitle the holder thereof to vote in accordance with the provisions of the Idaho Code. The voting and nonvoting shares shall constitute one class of shares as defined in §§ 1361(b)(1)(D) and 2701(a)(2)(B) of the Internal Revenue Code.

3. Dividends. The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the act, dividends or distributions payable either in cash, or in shares of the capital stock of the Corporation.

4. Stock Nonassessable. The private property of the shareholders of the Corporation shall not be subject to the payment of the corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.

5. Voting Power. The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the voting common stock, who shall be entitled to one vote for each share of common stock held by them of record.

6. Voting Rights on Amendment to Articles of Incorporation. Notwithstanding the above, each holder of nonvoting common stock shall nonetheless have one vote per share standing in the name of such holder on the relevant record date (and a fractional vote for any fractional share) concerning any amendment to articles of incorporation if the amendment would have any of the effects or cause any of the changes described by Idaho Code § 30-1-1009 or otherwise effect a reduction of or limitation upon any other preference or right accorded to the holder of such stock as such.

7. Share Conversion. Until July 31, 2007, if a voting shareholder is not involved with the operation of the Corporation, then the voting shares of that shareholder shall be converted to nonvoting shares. The determination as to involvement of any shareholder shall be made by the Board of Directors of the Corporation.