



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

PETE T. CENARRUSA
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

GOLDEN AGE NURSING HOME, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **20th** day of **March** 19 **68**, original articles of amendment, as provided by Sections **30-146** and **30-147**, Idaho Code, **decreasing authorized capital to \$250,000.00**

and that the said articles of amendment contain the statement of facts required by law, and are ~~to be~~ on Film No. ~~microfilm~~ of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **20th** day of **March**, A. D., 19 **68**.

Secretary of State

ARTICLES OF AMENDMENT OF THE ARTICLES OF
INCORPORATION OF GOLDEN AGE NURSING
HOME, INC.

KNOW ALL MEN BY THESE PRESENTS:

MILTON H. WILTSE, as President, and AL WAGNER, JR.,
as Secretary of the above named corporation, respectfully
show that:

1. The above named corporation, Golden Age Nursing Home,
Inc., was organized under the laws of the State of Idaho, on
the ____ day of October, 1963.

2. Such corporation, upon the proposal of its Board of
Directors by resolution duly adopted by such Board, setting
forth the proposed amendment, and directing that it be submitted
to a vote of the shareholders entitled to vote in respect thereof
at a designated meeting of such shareholders, and, upon the adop-
tion thereof by the shareholders at the meeting as provided
by law and as hereinafter more specifically set out, does now,
through Milton H. Wiltse, President, and Al Wagner, Jr.,
Secretary, execute and acknowledge the following articles of
amendment of its articles of incorporation:

On motion duly made, seconded, and carried, it was

RESOLVED that the articles of incorporation of the
Golden Age Nursing Home, Inc., be amended by amending
paragraph VI thereof so that it shall, as amended, read
as follows, to-wit:

"The capital stock of this corporation shall be
Two Hundred Fifty Thousand Dollars (\$250,000.00), divided
into Two Thousand Five Hundred (2,500) shares of stock
of the par value of One Hundred Dollars (\$100.00) each.
No distinction shall exist between the shares of this
corporation and all such shares shall have the same rights
in the corporation."

3. The Board of Directors of the corporation, at a duly
called meeting of the Board, held on the 1st day of November,
1967, at the Parkhill Manor Nursing Home, in Grangeville, Idaho,
adopted such resolution of articles of amendment of the articles
of incorporation and submitted to the proposed amendment to
a vote of the shareholders entitled to vote thereon at a Special
meeting thereof, held on the 1st day of November, 1967, at the
Parkhill Manor Nursing Home, in Grangeville, Idaho. Notice of
such stockholders' meeting was waived by the shareholders, all
of whom were present, in person or by proxy, and participated
in the meeting.

4. At the shareholders' meeting, the shareholders entitled
to vote in respect of such amendment to the articles of incorp-
oration, upon the call and notice required by law, did adopt the
above amendment by the affirmative vote of the holders of at
least a majority and/or such greater proportion as required by
its articles of incorporation, of the outstanding shares
entitled to vote thereon.

5. The amount or number of shares heretofore authorized
is as follows:

5,000.0 shares at a par value of \$100.00 each.

1 6. The additional amount or number of shares authorized
2 by this amendment is as follows:

3 None

4 7. The amount or number of shares of reduction authorized
5 by this amendment is as follows:

6 A reduction from 5,000 shares at a par value of
7 \$100.00 to 2,500 shares at the same par value.

8 8. The reduction will be accomplished in the following
9 manner:

10 There have been less shares issued than the new
11 reduction total of 2,500 shares and, therefore,
12 no outstanding shares will have to be called in and
13 the corporation will be limited to the issuance of
14 2,500 shares, total, rather than being limited to
15 the issuance of a maximum of 5,000 shares.

16 9. The change to be made by this amendment is:

17 Reduction of the total authorized capital stock of
18 the corporation from the total of 5,000 shares to
19 the total of 2,500 shares of stock, issued as well
20 as unissued.

21 10. The manner in which the change shall be effected is:

22 Since there have not been 2,500 shares of stock
23 issued by the corporation, no other procedure will
24 be required except to amend the appropriate corpor-
25 ate records, including the stock certificates now
26 outstanding, by calling them in, to show that the
27 authorized capital has been reduced from \$500,000.00
28 to \$250,000.00, with the same par valuation per share.

29 IN WITNESS WHEREOF, the corporation, through its President
30 and Secretary, has caused these presents to be duly executed
31 and the corporate seal affixed hereto, this 1st day of November,
32 1967.

GOLDEN AGE NURSING HOME, INC.,

By: Milton H. Wiltse
Milton H. Wiltse - President

(Corporate Seal)

Al Wagner, Jr.
Al Wagner, Jr. - Secretary

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1 STATE OF IDAHO

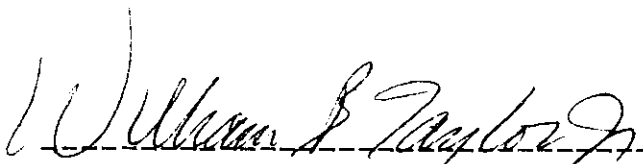
2 County of Idaho -- ss.

3 On this 29th day of February, 1968, before me, a
4 Notary Public in and for such county and state, personally
5 appeared MILTON H. WILTSE and AL WAGNER, JR., known to me to be
6 the President and Secretary, respectively, of Golden Age Nursing
7 Home, Inc., the corporation that executed the within instrument,
8 and acknowledged to me that they executed such instrument for
9 and on behalf of such corporation.

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12 (Seal)



Notary Public for Idaho
Residing at Grangeville, Idaho

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14 My commission expires on the 15 day of December, 1969.

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