

# SIXTY MILE SYNDICATE, LTD.

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of **SIXTY MILE** 

## SYNDICATE, LTD.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated April 3 . 19 84

For Cenara

SECRETARY OF STATE

**Corporation Clerk** 

## ARTICLES OF AMENDMENT

### AND

# RESTATED ARTICLES OF INCORPORATION

#### $_{ m OF}$

## SIXTY MILE SYNDICATE, LTD.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, the Director and officers of SIXTY MILE SYNDICATE, LTD., an Idaho corporation, in order to Amend and Restate the Articles of Incorporation of Sixty Mile Syndicate, Ltd., do hereby certify as follows:

FIRST - NAME:

The name of the corporation is SIXTY MILE SYNDICATE, LTD.

## SECOND - AMENDMENT TO ARTICLES OF INCORPORATION:

The Articles of Incorporation of Sixty Mile Syndicate, Ltd., duly filed with the Secretary of State of the State of Idaho on August 3, 1983, are hereby amended to delete the provisions of paragraph "FIFTH - PREEMPTIVE AND PREFERENTIAL RIGHTS", as the same are set forth in said original Articles of Incorporation.

### THIRD - EFFECTIVE DATE OF ADOPTION OF AMENDMENT:

The effective date of the adoption of this Amendment to the original Articles of Incorporation of Sixty Mile Syndicate, Ltd. is March 30, 1984.

#### FOURTH - NUMBER OF SHARES OUTSTANDING:

There are no issued or outstanding shares of Sixty Mile Syndicate, Ltd.

#### FIFTH:

The following Restated Articles of Incorporation of Sixty Mile Syndicate, Ltd. correctly set forth the Articles of Incorporation, as amended, and supercede the original Articles of Incorporation filed August 3, 1983:

FIRST - NAME:

The name of the corporation is SIXTY MILE SYNDICATE, LTD.

SECOND - DURATION:

The corporation is to have perpetual existence.

#### THIRD - PURPOSE:

The corporation is organized for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (§30-1-3).

### FOURTH - SHARES:

The authorized amount of capital of this corporation shall be, and is, 5,000 shares of stock with a par value of \$1.00 each, making an authorized aggregate capital stock of \$5,000.00, which stock shall not be issued until fully paid for, and once so issued shall be nonassessable. There shall be only one class of shares.

## FIFTH - INITIAL REGISTERED OFFICE AND AGENT:

The location and post office address of the initial registered office of the corporation is Suite 501, Statehouse Square, 802 W. Bannock, P. O. Box 2720, Boise, Idaho 83701. The initial registered agent for the corporation is Chas. F. McDevitt, Esq., Suite 501, Statehouse Square, 802 W. Bannock, P. O. Box 2720, Boise, Idaho 83701.

#### SIXTH - DIRECTOR(S):

The number of Directors of the corporation shall be specified in the Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws, provided the number of Directors of the corporation shall not be fewer than the number required by law. In case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified. The initial number of Directors shall be one (1), who shall serve until the first annual meeting of shareholders or until the organizational meeting, whichever shall first occur, and who shall be:

Director's Name	Address
Chas. F. McDevitt	Suite 501, Statehouse Square 802 W. Bannock Street P. O. Box 2720 Boise, Idaho 83701

## SEVENTH - INCORPORATOR:

The name and post office address of the incorporator is as follows:

Name

#### Address

Chas.	F. McDevitt	Suite 501, Statehouse Square 802 W. Bannock Street P. O. Box 2720
		Boise, Idaho 83701

## EIGHTH - OTHER PROVISIONS:

## 8.1 Transactions Between Corporations, Officers and Directors.

Without in any way limiting the provisions of Idaho law, no contract or other transaction between the corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and any Director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or such transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

## 8.2 Shareholder Liability.

Without in any way limiting the provisions of

Idaho law, the private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purposes of paying expenses, conducting business, or paying debts of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 30th day of March, 1984.

Van Norman Pearl

President and Sole Director

Jenneal Hansen

Secretary

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STATE OF IDAHO ) ) ss. County of Ada )

PEARL VAN NORMAN and JENNEAL HANSEN, after being first duly sworn, on oath, depose and state as follows:

That we are the President and Sole Director, and Secretary, respectively, of SIXTY MILE SYNDICATE, LTD., an Idaho corporation; that we have read the foregoing Articles of Amendment and Restated Articles of Incorporation, know the contents thereof, and know the facts therein stated to be true.

Pearl Van Norman

Jerner Hansen Jenneal Hansen

Subscribed and sworn to before me this 30th day of March, 1984.

Carol S. Trember Notary Public for Idaho

Residing at Nampa, Idaho My commission expires: Lifetime

(SEAL)

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