

# State of Idaho

## Department of State

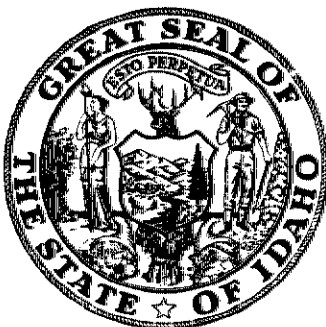
### CERTIFICATE OF AMENDMENT OF

CENTURY 21 EXCLUSIVE PROPERTIES, INC.  
File Number C 115898

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 CENTURY 21 EXCLUSIVE PROPERTIES, INC., changing the corporate name to EXCLUSIVE PROPERTIES, INC., duly executed 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: March 19, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Natalie Lamb*

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
OF  
CENTURY 21 EXCLUSIVE PROPERTIES, INC.

MAR 19 6 43 AM '97  
SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the provisions of Section 145, Chapter 1, Title 30 of the Idaho Code (Idaho Business Corporation Act), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, which were filed on July 29, 1996.

**FIRST:**

The name of the corporation is CENTURY 21 EXCLUSIVE PROPERTIES, INC..

**SECOND:**

The following amendment of the Articles of Incorporation was adopted by all the shareholders of the corporation as provided in Section 30-1-59 of the Idaho Code and Idaho Code 30-1-145. The original Consent of Shareholders, in duplicate, is attached hereto, marked Exhibit "A", and incorporated herein as though set forth herein in full and at length. The precise amendment is as follows:

That the name of the corporation is CENTURY 21 EXCLUSIVE PROPERTIES, INC.. Said name shall be amended to read EXCLUSIVE PROPERTIES, INC..

**THIRD:**

The date of adoption of the foregoing amendment is 1997.

IDAHO SECRETARY OF STATE  
DATE 03/19/1997  
0900 74418 412  
FILED IN 1002 CUST 10 3764  
AMEND PROF 10 30.00= 30.00

1-SF2:(21INC7) Amended Articles of Incorporation

#:

**FOURTH:**

The number of shares of stock outstanding and the number of votes entitled to be cast is as follows:

<u>Designated Class</u>	<u>Number of Shares Outstanding</u>
Common	1000

**FIFTH:**

The number of votes for such amendment was 1000; and the number of votes against such amendment was 0.

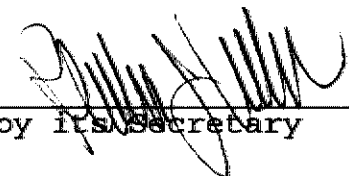
**SIXTH:**

The number of votes required pursuant to Idaho Code 3-1-145 is 100 shares or unanimous consent.

DATED this 20<sup>th</sup> day of February, 1997.


**CENTURY 21 EXCLUSIVE PROPERTIES, INC.**

  
by its President

  
by its Secretary


STATE OF IDAHO                    )  
                                      SS:  
County of Washington            )

On this 20<sup>th</sup> day of February, 1997, before me, a Notary Public in and for said State, personally appeared Sandra L. Wilson who, being by me first duly sworn, declared that she is the President, of Century 21 Exclusive Properties, Inc., that she signed the foregoing document as President of the corporation, and that the statements therein contained are true.

  
Notary Public for Idaho  
Residing at: Weiser, Idaho  
My Commission Expires: 5-3-2000

STATE OF IDAHO                    )  
                                      SS:  
County of Washington            )

On this 20<sup>th</sup> day of February, 1997, before me, a Notary Public in and for said State, personally appeared Phillip L. Wilson, who, being by me first duly sworn, declared that he is the Secretary, of Century 21 Exclusive Properties, Inc., that he signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.

  
Notary Public for Idaho  
Residing at: Weiser, Idaho  
My Commission Expires: 5-3-2000

CONSENT OF SHAREHOLDERS  
TO  
ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
OF  
CENTURY 21 EXCLUSIVE PROPERTIES, INC.

ON THIS the 20<sup>th</sup> day of February, 1997, pursuant to the provisions of Section 145, Chapter 1, Title 30 of the Idaho Code and Section 59(a), Chapter 1, Title 30 of the Idaho Code the shareholders of Century 21 Exclusive Properties, Inc., and all of them, consent to the proposed Articles of Amendment to the Articles of Incorporation, and hereby adopt the following resolutions:

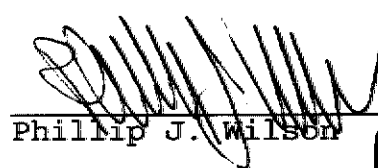
BE IT RESOLVED that Article 1. of the Articles of Incorporation be amended to read as follows:

The present name of the corporation is **Century 21 Exclusive Properties, Inc..**

Said name shall be amended to read **EXCLUSIVE PROPERTIES, INC.**


DATED this 20<sup>th</sup> day of February, 1997.

  
Sandy L. Wilson

  
Phillip J. Wilson

STATE OF IDAHO                    )  
  SS:  
County of Washington            )

I, Stephen F. Fenske, a notary public, do hereby certify that on this 20<sup>th</sup> day of February, 1997, personally appeared before me Sandy L. Wilson and Phillip J. Wilson, who, being by me first duly sworn, and further known by me to be the sole shareholders of CENTURY 21 EXCLUSIVE PROPERTIES, INC., and further declared that they signed the foregoing documents as all the shareholders of such corporation, and that the statements therein contained are true.

  
Notary Public for Idaho  
Residing at: Weiser, Idaho  
Commission Expires: 5-3-2000