



ARTICLES OF AMENDMENT (General Business)

FILED EFFECTIVE

2005 JUN 15 11:00

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:

1. The name of the corporation is: RIVER BENDS, INC.
2. The text of each amendment is as follows: **SEE ATTACHED ARTICLES**

3. The date of adoption of the amendment(s) was: AUGUST 1, 1992

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 12

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

<u>Amended article</u>	<u>Shares for</u>	<u>Shares against</u>
ALL ARTICLES AS ATTACHED	12	0

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: 6-18-95

Signed: [Signature]

Typed Name: JOHN SUTHERLAND

Capacity: PRESIDENT

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general business.pdf
Revised 1/2001

IDAHO SECRETARY OF STATE
06/22/2005 05:00
CK: 5371 CT: 189884 BH: 817428
1 @ 30.00 = 30.00 AMEND PROF # 2

C 37630

ARTICLES OF INCORPORATION

Amended August 1, 1992

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are bona fide residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho;

And we hereby certify in writing:

I.

That the name of the corporation shall be "River Bends, Inc."

II.

That the pursuit and business of this Corporation, and the purposes for which it is formed are:

- (a) To hold and provide a property whereon each of its twelve stockholders may locate one residence. All property, both real and personal, received and accepted by the Corporation shall be held for the benefit and use of the members of the Corporation. The Corporation's property is located in the vicinity of Mackay, Idaho (in the NE1/4 SE1/4 and the NW1/4 SE1/4 of Section 18, Township 7 North, Range 24 East, Boise Meridian, State of Idaho).

- (b) To purchase or otherwise acquire, own, and hold real estate, and personal property of every kind and description within the State of Idaho, or any part of the world, suitable, necessary, useful or adviseable in connection with any and all of the objects herein set forth; and to convey, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of any such property.
- (c) To borrow money and to issue its Promissory note or debentures for the same, and to secure payment of same by mortgage or deed of trust upon any property owned by this Corporation.
- (d) To own, buy, sell, and deal in its own stock and in the stock and securities of other like corporations as fully and to such extent as any lawful person might do; and to do any and all things necessary, convenient, and desirable to further and facilitate it in any purposes herein mentioned, or such other purposes or pursuits in connection therewith, incidental thereto, or growing thereof as may hereafter be determined to be useful, desirable or beneficial.

III.

That the existence of this corporation shall be perpetual.

IV.

That the principal place of business shall be in the vicinity of Mackay, Idaho and that the location and post office address of its registered office in this State shall be 409 Riverside Drive, Pocatello 83204, Bannock County, Idaho; or such other place as the Board of Directors may determine upon.

V.

That the total number authorized assessable shares shall be 120 with a par value of \$200.00 each, making a total capitalization of \$24,000.00. Before any shares may be sold by a member, his administrators, executors or assigns, the Corporation must be given the first choice to purchase said stock.

VI.

There shall be only one class of shares as set out above.

VII.

The incorporators are R.W. Phelps, 945 Curtis, Blackfoot, Idaho, and Oscar Beebe, 541 Euclid Avenue, Pocatello, Idaho, and Allan C. Edmonds, 409 Riverside Drive, Pocatello, Idaho.

VIII.

The stocks subscribed by each of said incorporators are five shares at the par value of \$500.00.

IX.

That the Corporation shall have the power to levy regular or special assessments to fulfill the obligations and purposes set forth in these Articles of Incorporation and in the Bylaws. The Board of Directors shall, from time to time, fix the amount, method, and interval of payment of such assessments.

That each stockholder shall be liable for payment of all such assessments and for payment and discharge of the liabilities of the Corporation as provided for and set forth in the by-laws of the Corporation. Assessments may be enforced by action or by the forfeiture of membership, or both, upon notice given in writing twenty (20) days before commencement of such action or such forfeiture. Assessments may also be secured by a lien upon stock or the residence to which membership rights are appurtenant.

X.

At all stockholder meetings, stockholders holding at least a majority of the issued capital stock of the company, and present in person or by proxy, shall be necessary to constitute a quorum, but the stockholders present at any meeting, though less than a quorum, may adjourn the meeting to some other day.

XI.

The mortgaging, encumbering, sale, lease or exchange, or other disposition of any property, real or personal, of the Corporation valued in excess of One Thousand Five Hundred Dollars (\$1,500) shall require the prior consent of at least fifty-one (51) percent of the stockholders. Conveyances or encumbrances shall be by instrument executed by the President or Vice-President and by the Treasurer.

XII.

By-Laws may be altered, amended, or new By-Laws adopted by a three-fifth (3/5) majority vote of the Board of Directors, provided that notice of intention to make, amend or repeal by-laws shall have been previously given to each member of the Board at least ten (10) days prior to the meeting at which such action will be taken. All such changes made by the Board shall be consistent with the Articles of Incorporation and will be subject to amendment, alteration or repeal by the stockholders at any of their annual or special meetings.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names this 22 day of Oct 2004

JOHN SUTHERLAND/PRESIDENT

R.D. PALMER/VICE PRESIDENT

LESLIE SUTHERLAND/SEC.-TREAS.

TRACIE CUDWORTH/BOARD of DIRECTORS

PETE McDERMOTT/BOARD of DIRECTORS