

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

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

CALDWELL UNLIMITED, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-third** day of **June,** 19**64** , original articles of amendment, as provided by Section **s 30-146 and 30-147, Idaho Code,** amending **ARTICLE II, purposes,**

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **129** 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 **23rd** day of **June** , A. D., 19 **64** .

Secretary of State

1 AMENDMENT TO ARTICLES OF INCORPORATION

2 OF

3 CALDWELL UNLIMITED, INC.

4 WHEREAS, at a meeting of the shareholders of the above
5 named corporation, duly and regularly called and held at 8:30
6 o'clock P.M. on the 22nd day of June, 1964, at the office of the cor-
7 poration, in the City of Caldwell, Idaho, at which V. E. Graves
8 was present and acted as Chairman of the meeting. There was pre-
9 sented and adopted by unanimous vote the following resolution amend-
10 ing the Articles of Incorporation of said corporation, to-wit:

11 "RESOLVED that Paragraph II of the Articles of
12 Incorporation of Caldwell Unlimited, Inc. be and
the same is hereby amended to read as follows:

13 I.

14 This corporation is organized for the purpose of promoting
15 the economic development of the area in which it operates by pro-
16 viding financial and/or other types of assistance to business con-
17 cerns located, or desirous of locating, in the area and will oper-
18 ate in the manner and shall have the powers, responsibilities, and
19 be subject to the limitations provided by the laws of the State of
20 Idaho and the laws of the United States Government.

21 Said powers and authority shall be as follows:

22 (a) To operate under the name set forth in Article I;

23 (b) To issue in consideration for cash and other
24 valuable assets the number of shares of stock indi-
cated in Article IV;

25 (c) To borrow money and issue its debenture bonds,
26 promissory notes, or other obligations under such
27 general conditions and subject to such limitations
as permitted by applicable law, either State or
Federal;

28 (d) To make long-term loans to business concerns for
29 the purposes and in the manner and subject to the
30 conditions as the company may prescribe; with the
right to sell or dispose of such loans in such manner
and under such terms and conditions as the company
shall determine;

31 (e) To acquire and make commitments for obligations
32 and securities of a business enterprise only within

1 the limitations established by local or Federal laws;

2 (f) To undertake its operations in cooperation with
3 banks or other financial institutions;

4 (g) To provide consulting and advisory services to
5 business concerns on a fee basis;

6 (h) To invest funds not reasonably needed for its
7 current operations in any manner deemed prudent by
8 the company;

9 (i) To conduct its operations in accordance with
10 and subject to all applicable State and Federal
11 laws;

12 (j) To make reports to shareholders and participants
13 of the company at such times and in such form as the
14 by-laws shall recite.

15 (k) To conduct its operations in the general (specify
16 area or areas); without limitation, however, as to
17 the residence, domicile, or place of business of parties
18 with which it transacts its business or otherwise deals
19 in accordance with applicable laws;

20 (l) To adopt and use a corporate seal;

21 (m) To be subject to dissolution in accordance with
22 the laws of the State of Idaho;

23 (n) To make contracts;

24 (o) To sue and be sued, complain, and defend and in
25 any court of law or equity;

26 (p) By its Board of Directors, to appoint such officers
27 and employees as may be decreed proper, define their
28 authority and duties, fix their compensation, require
29 bonds of such of them as it deems advisable and fix the
30 penalty thereof, dismiss such officers or employees, or
31 any thereof, at pleasure, and appoint others to fill
32 their places;

(q) To adopt by-laws regulating the manner in which
its stock shall be transferred, and its officers and
employees appointed, its property transferred, and the
privileges granted to it by law exercised and enjoyed;

(r) To acquire, hold, operate, and dispose of any
property (real, personal or mixed) whenever necessary
or appropriate to the carrying out of its lawful func-
tions;

(s) To exercise such incidental powers as may reason-
ably be necessary to carry out the business for which
the corporation is established.

"RESOLVED FURTHER that the President and the Secretary
of the corporation be authorized to effectuate the
amendment to the Articles of Incorporation and swear
thereto as required by the statutes of the State of
Idaho and to all acts and things necessary in connection

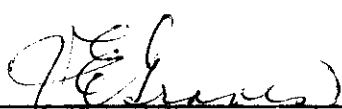
GIGRAY, BOYD & DOWNEN
ATTORNEYS AT LAW
CALDWELL, IDAHO

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therewith."

"RESOLVED FURTHER that the President and Secretary be authorized and empowered to do all things necessary including and not limited to signing the necessary papers to effectuate the granting of the loan by a Small Business Administration,"

IN WITNESS WHEREOF, We, the undersigned, President and Secretary, respectively, of this corporation have executed this Amendment to the Articles of Incorporation this 22nd day of June, 1964.

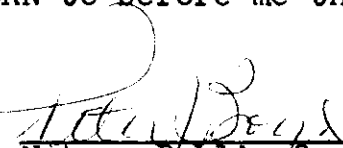


President



Secretary

SUBSCRIBED and SWORN to before me this 22nd day of June, 1964.



Notary Public for Idaho
Residing at Caldwell, Idaho