



CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

09 FEB 19 AM 8:23

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Continental Investment Co., LLC

2. The complete street and mailing addresses of the initial designated/principal office:

Drozda Law Offices, PLLC, 2537 W State Street, Suite 140, Boise, ID 83702-2200

(Street Address)

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

Robert L. Drozda

(Name)

2537 W State Street, Suite 140, Boise, ID 83702-2200

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

Name

Address

Sallie R. Backus

37415 N 104th PI Scottsdale, AZ 85262

5. Mailing address for future correspondence (annual report notices):

Drozda Law Offices, PLLC, 2537 W State Street, Suite 140, Boise, ID 83702-2200

6. Future effective date of filing (optional):

Signature of organizer(s). (An organizer is a member, or is acting in behalf of a member or members).

Signature

Typed Name:

Sallie R. Backus, Manager

Signature

Typed Name:

Secretary of State use only

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Revised 07/2006

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02/19/2009 05:00
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FILED EFFECTIVE

**Statement of Conversion
of
Continental Investment Co., LP**

09 FEB 19 AM 8:23

SECRETARY OF STATE
STATE OF IDAHO

This Statement of Conversion is submitted pursuant to Part 4 of the Idaho Entity Transactions Act, Part (Idaho Code Sections 30-18-401 et seq).

Article I. Converting Entity

The name of the existing entity being converted is **Continental Investment Co., LP** ("Converting Entity"), which is an Idaho limited partnership.

Article II. Converted Entity

The name of the new entity is **Continental Investment Co., LLC** ("Converted Entity"), which is an Idaho limited liability company.

Article III. Effective Date of the Conversion

The conversion shall be effective upon the filing of this Statement with the Idaho Secretary of State.

Article IV. Approval of Plan of Conversion

The Plan of Conversion was approved by unanimous consent of all general and limited partners, in accordance with Idaho Code Section 30-18-403.

Article V. Converted Entity's Organic Document

The Converted Entity's organic document is attached hereto.

Date 2-3-09

E.M. Armstrong by Agent Sallie R. Backus
Eugene M. Armstrong, Sole General Partner of
Converting Entity

Date 2-3-09

Verna Armstrong
Verna Armstrong, Sole Limited Partner of
Converting Entity

Date 2-3-09

Sallie R. Backus
Sallie R. Backus, Manager of Converted Entity

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