



CERTIFICATE OF AUTHORITY

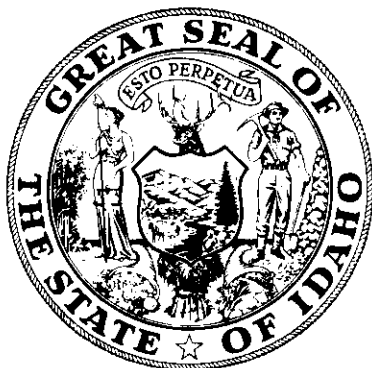
OF

TOWNE & COUNTRY REALTY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **TOWNE & COUNTRY REALTY** for a Certificate of Authority to transact business in this State, 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 Authority to **TOWNE & COUNTRY REALTY** to transact business in this State under the name **TOWNE & COUNTRY REALTY** and attach hereto a duplicate original of the Application for such Certificate.

Dated June 7, 19 82.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is TOWNE & COUNTRY REALTY
2. *The name which it shall use in Idaho is Towne & Country Realty
3. It is incorporated under the laws of State of Montana
4. The date of its incorporation is January 24, 1978 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 716 So. 1st Street, Hamilton, Montana
6. The street address of its proposed registered office in Idaho is 11108 Meada Land, Boise, Idaho 83705, and the name of its proposed registered agent in Idaho at that address is Eric Scott
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Real Estate Agency on occasion
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Albert Gile, Jr.</u>	<u>President</u>	<u>716 So. 1st, Hamilton, Mt.</u>
<u>Kenneth E. Gile</u>	<u>Vice President</u>	<u>Rt. 1, Pownal Rd., Bennington, VT.</u>
<u>Priscilla A. Gile</u>	<u>Secretary</u>	<u>716 So. 1st, Hamilton, Mt.</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>849</u>	<u>Common</u>	<u>\$100</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
849	Common	\$100

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 9, 19 81.

By Albert Gile Jr

Its _____ President

and Priscilla A. Gile

Its _____ Secretary

STATE OF Montana)
COUNTY OF Beauregard) ss:

I, Judith A. Murrell, a notary public, do hereby certify that on this 4th day of February, 19 82, personally appeared before me Albert Gile Jr, who being by me first duly sworn, declared that he is the PRESIDENT of TOWN & COUNTRY REALTY.

that he signed the foregoing document as PRESIDENT of the corporation and that the statements therein contained are true.

Judith A. Murrell
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

SECRETARY OF STATE
STATE OF MONTANA

JUN 7 10 28 AM '82
SECRETARY OF STATE

Jim Waltermire
Secretary of State

State Capitol
Helena, Montana 59620

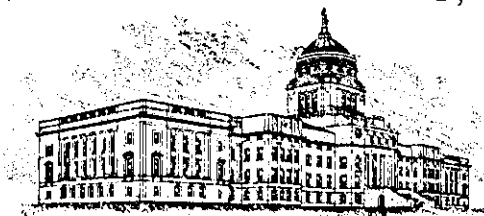
CERTIFICATION

I hereby certify that the attached is a true and complete copy
of the 4 page document(s) on file in this office.

DATED: May 28, 1982

Jim Waltermire
SECRETARY OF STATE
By: Fluence Versley
Deputy

Office of the Secretary of State



OF THE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

TOWNE & COUNTRY REALTY

duly executed pursuant to the provisions of Section 15-2247 of the Revised Codes of Montana, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

TOWNE & COUNTRY REALTY

and attach hereto a duplicate original of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 24th

(GREAT SEAL)

day of January A.D. 19 78

Frank Murray
FRANK MURRAY
Secretary of State

Leonard C. Larson
By LEONARD C. LARSON
Chief Deputy

ARTICLES OF INCORPORATION
OF
TOWNE & COUNTRY REALTY

267445

STATE OF MONTANA

FILED

JAN 24 1978

FRANK MURRAY

SECRETARY OF STATE

By *Samuel H. Brown*
Deputy *See*

KNOW ALL MEN BY THESE PRESENTS: That the incorporator below signed, of legal age, for the purpose of forming a private corporation for profit under the Laws of the State of Montana, certifies that:

- (1) The name of the corporation is TOWNE & COUNTRY REALTY.
- (2) The period of existance of this corporation is perpetual.
- (3) The purposes for which the corporation is organized are as follows:

As principal, agent or broker, and on commission or otherwise, to buy, sell, exchange, lease, let, grant or take licenses in respect of, improve, develop, repair, manage, maintain and operate real property of every kind. To act as loan broker, and generally to do everything suitable, proper and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

To do all and everything necessary, suitable or proper for the accomplishment of the foregoing purposes, or anything which the Board of Directors of the corporation may, from time to time, deem to be conducive or expedient to the protection or benefit of this corporation, insofar as the same is permitted by law.

It is hereby specifically provided that the foregoing enumerations and specific purposes shall not be deemed to in any manner limit or restrict the powers which this corporation would otherwise have in accordance with law.

- (4) The total number of shares that the corporation shall have authority to issue is Five Thousand Shares (5000), with a par value of One Hundred Dollars (\$100.00) per share.
- (5) The address of the corporation's initial registered office is 716 South First Street, Hamilton, Montana 59840. The name of its initial registered agent at such address is Albert Gile, Jr.
- (6) The number of Directors constituting the initial Board of Directors is Three (3) and the name and addresses of the persons who are to serve until the first annual meeting of the shareholders or until their successors be elected and qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALBERT GILE, JR.	716 South First Street Hamilton, Montana 59840
PRISCILLA ANN GILE	716 South First Street Hamilton, Montana 59840
KENNETH E. GILE	Rt. 1, Pownal Rd. Bennington, Vermont 05201

- (7) The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALBERT GILE, JR.	716 South First Street Hamilton, Montana 59840

WITNESS MY SIGNATURE and my acknowledgment this 23rd day of January, 1978.



Albert Gile, Jr.

STATE OF MONTANA)
 : ss.
COUNTY OF RAVALLI)

On this 23rd day of January, 1978, before me, the undersigned,
a Notary Public for the State of Montana, personally appeared
ALBERT GILE, JR., known to me to be the person whose name is
subscribed to the foregoing instrument and acknowledged to me that
he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my Notarial Seal the day and year first above written.

(SEAL)



NOTARY PUBLIC for the State of Montana
Residing at Hamilton, Montana
My Commission expires January 2, 1979