



**Department of State**

**CERTIFICATE OF AUTHORITY  
OF**

CAPITAL IDAHO MORTGAGE COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CAPITAL IDAHO MORTGAGE COMPANY, INC.

\_\_\_\_\_ 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 CAPITAL IDAHO MORTGAGE COMPANY, INC. to transact business in this State under the name CAPITAL IDAHO MORTGAGE COMPANY, INC. \_\_\_\_\_ and attach hereto a duplicate original of the Application for such Certificate.

Dated December 20th 19 79



*Pete T. Cenarrusa*  
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 Capital Idaho Mortgage Company, Inc.
2. \*The name which it shall use in Idaho is Capital Idaho Mortgage Company, Inc.
3. It is incorporated under the laws of State of Nevada
4. The date of its incorporation is December 4, 1979 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 4220 South Maryland Parkway, Suite 201, Las Vegas, Nevada 89109
6. The address of its proposed registered office in Idaho is 910 North Curtis Road, Boise, Idaho 83706, and the name of its proposed registered agent in Idaho at that address is Darell R. Tschacher
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Any lawful business

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
Darell R. Tschacher	President/Director	910 N. Curtis Rd., Boise, Idaho
R. J. Robinson	Director	4220 S. Maryland Parkway, Suite 201
	Secretary/Treasurer	Las Vegas, Nevada
R. D. Palevac	Director	4220 S. Maryland Parkway, Suite 201
		Las Vegas, Nevada

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>2,500</u>	<u>Common</u>	<u>No Par Value</u>
<u>          </u>	<u>          </u>	<u>          </u>
<u>          </u>	<u>          </u>	<u>          </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
2,000	Common	No Par Value

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 December 19, 19 79.

Capital Idaho Mortgage Company, Inc.

By Darell R. Tschacher  
Darell R. Tschacher

Its President

and Mary Howard  
Mary Howard

Its Acting Secretary

STATE OF Idaho )  
COUNTY OF Ada ) ss:

I, James M. Smith, a notary public, do hereby certify that on this 19th day of December, 19 79, personally appeared before me Darell R. Tschacher, who being by me first duly sworn, declared that he is the President of Capital Idaho Mortgage Company, Inc.

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

James M. Smith  
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.

DEC - 4 1979

ARTICLES OF INCORPORATION

WM. SWACKHAMER - SECRETARY OF STATE

OF

DEC 20 2 32 PM '79  
NOV 27 1979  
STATE OF NEVADA  
INSURANCE DIV.  
CARSON CITY

CAPITAL IDAHO MORTGAGE COMPANY, INC.

No. 6787-79

FIRST: The name of the corporation is CAPITAL IDAHO MORTGAGE COMPANY, INC.

SECOND: The principal office in the State of Nevada shall be located at 4220 South Maryland Parkway, Suite 201, Las Vegas, Nevada 89109. The resident agent shall be R. J. Robinson, 4220 South Maryland Parkway, Suite 201, Las Vegas, Nevada 89109.

THIRD: The nature of the business, or object, or purposes to be transacted, promoted or carried on are:

A. To lend and advance money and to give credit on such terms and conditions and to such persons, corporations, associations, firms or co-partnerships having dealings with the corporation, as may seem expedient; to give guarantee or security and to become surety for any such person, corporation, association, firm or copartnership, but not in any way forbidden to corporations organized under the general corporation law. To engage as an agent and/or broker in all classes of insurance now or hereafter permitted by statutes.

B. To acquire, hold, use, sell, assign, grant licenses in respect of, mortgage, or otherwise dispose of letters of patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks, and trade names, relating to or useful in connection with any business of this corporation.

C. The financing of wholesale and retail sales to customers and affiliates of the corporation.

D. To manufacture, purchase, acquire, lease, consign, sell, distribute, store and dispose of merchandise or other tangible and intangible property.

E. To acquire, and pay for in cash, stocks or bonds of this corporation or otherwise, the good will, rights, assets, and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

F. To purchase, hold, sell, assign, transfer, mortgage, pledge or

evidences of indebtedness created by any person or persons, company or corporation, or any other entity organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and priveleges of ownership.

G. To acquire by purchase, occupation, lease, gift, exchange or otherwise, and to hold, occupy, improve, develop, subdivide, use and enjoy, and to rent, lease, convey, contract to sell, or otherwise dispose of and deal in real property, improved or unimproved, of every kind and description and all interest and estate therein of whatsoever nature, and to erect buildings and structures of every kind and description.

H. To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

I. To have one or more offices within as well as without the State of Nevada and in addition to the business, objects and purposes herein set forth, to do anything necessary, suitable, useful, expedient or convenient for the carrying on of any of said business; or for the accomplishment of any objects or purposes; or the exercise of any power herein set forth, or which at any time shall appear to be beneficial to the corporation in connection therewith; and to do any and all of the things herein set forth either alone or jointly with others, and either as principal for its own account or as the agent or trustee for others, and to the same extent and as fully as a natural person might or could do in the State of Nevada, or elsewhere.

The several clauses contained in this statement of purposes shall be construed both as purposes and powers and the statements contained in each clause shall, except where otherwise expressed, be in no way limited or restricted by reference from the terms of any other clauses but shall be regarded as independent purposes and powers. The business or purpose of this corporation is from time to time to do any one or more of the acts and things

herein set forth and it is hereby expressly provided that the enumeration of specific powers and purposes shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH:

A. The amount of total authorized capital stock of the corporation is 2,500 shares of common stock of no par value.

The authorized capital stock may be issued in such amounts and for such consideration as may be determined from time to time by the Board of Directors.

B. No holders of shares of stock of this corporation shall be entitled as such as a matter of right to subscribe for, purchase, or otherwise acquire any shares of stock of this corporation of any class, whether now or hereafter authorized, or any securities convertible into shares of stock of this corporation.

FIFTH: The members of the governing board shall be known as directors and the number thereof shall be not less than three nor more than seven, the exact number to be fixed by the By-Laws of the Corporation, provided, the number so fixed by the By-Laws may be increased or decreased within the limit above specified from time to time by the By-Laws. The names and post office addresses of the first Board of Directors are as follows:

<u>Name</u>	<u>Post Office Address</u>
R. J. Robinson	4220 S. Maryland Parkway, Suite 201, Las Vegas, Nevada
Richard D. Palevak	1118 Arapahoe Way, Boulder City, Nevada
Darell R. Tschacher	910 North Curtis Road, Boise, Idaho

SIXTH: The capital stock, after the amount of the subscription price has been paid in, shall be subject to no further assessment to pay debts of the corporation. In no event shall the shareholders be personally liable for the debts of the corporation.

SEVENTH: The names and post office addresses of each of the incorporators signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Post Office Address</u>
R. J. Robinson	4220 South Maryland Parkway, Suite 201 Las Vegas, Nevada
Richard D. Palevac	1118 Arapahoe Way, Boulder City, Nevada
Mary Q. Howard	910 North Curtis Road, Boise, Idaho

EIGHTH: The corporation is to have perpetual existence.

NINTH: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized subject to the By-Laws, if any, adopted by the stockholders, to make, alter or amend the By-Laws of the corporation.

To fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

From time to time to determine whether and to what extent, and what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the original or duplicate stock ledger), of any of them, shall be open to inspection of stockholder and no stockholders shall have right of inspection of any account, book or document of this corporation except as conferred by statute, unless authorized by resolution of the stockholders or directors.

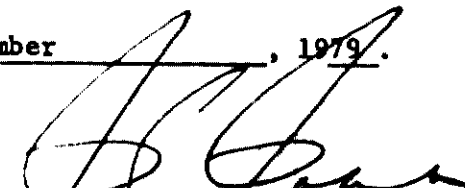

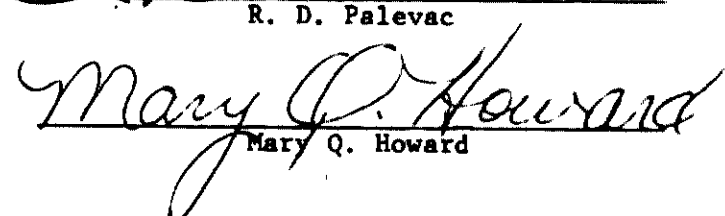
Pursuant to the affirmative vote of the holders of at least the majority of the stock issued and outstanding, having voting powers, given at a stockholder's meeting duly called for that purpose, or when authorized by the written consent of the holders of at least the majority of the voting stock issued and outstanding, the Board of Directors shall have the power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions of its Board of Directors deem expedient and for the best interest of the corporation.

TENTH: The meeting of Stockholders may be held without the State of Nevada, if the By-Laws so provide. The books of the corporation may be kept (subject to the provisions of the Statutes) outside of the State of Nevada at such place as may be from time to time designated by the Board of Directors or by the By-Laws of the corporation.

ELEVENTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereinafter prescribed by statute, or by these Articles of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the original incorporators herein before named for the purpose of forming a corporation to do business both within and without the State of Nevada and in pursuance of the corporate laws of the State of Nevada being Chapter 177 of the laws of 1925, and the acts amendatory thereof and supplemental thereto, do make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true.

IN WITNESS WHEREOF, we, accordingly have hereunto set our hands and seals this 3rd day of December, 1979.

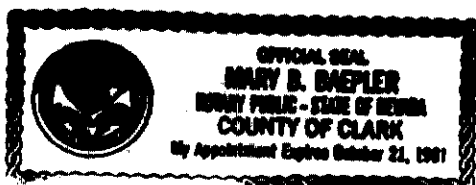
  
R. J. Robinson  
  
R. D. Palevac  
  
Mary Q. Howard


STATE OF NEVADA    )  
                              )   SS:  
COUNTY OF CLARK    )

On this 3rd day of December, 1979, personally appeared before me, a Notary Public in and for said county and state, R. J. Robinson, R. D. Palevac and Mary Q. Howard

known to me personally, each having been first duly sworn, each for himself deposes and says that he is one of the incorporators named in the foregoing Articles of Incorporation, and that he executed the same, and that the statements contained therein are true as he verily believes, that he executed the instrument freely voluntarily for the uses and purposes therein mentioned.

WITNESS my hand and official seal.



  
Mary B. Baepfer