



CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

~~XXXXXXXXXXXXXX~~

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 original of the articles of incorporation of

EMERALD VALLEY HOMES, INCORPORATED

was filed in the office of the Secretary of State on the

Sixteenth

day

will be August

A.D. One Thousand Nine Hundred

Sixty-six

and

duly recorded on Film No. ~~-----~~^{microfilm} of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for perpetual existence from the date hereof, with its registered office in this State located at Boise in the County of Ada.

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 16th day of August,

A.D., 66 19.

Secretary of State.

ARTICLES OF INCORPORATION

of the

IMPERIAL VALLEY HOMES, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, being natural persons of full age and citizens of the United States, and the State of Idaho, in order to form a general business corporation under the laws of Idaho, do hereby certify as follows:

I

The name of the corporation is to be IMPERIAL VALLEY HOMES, INCORPORATED.

II

That the purposes for which said corporation is formed are:

A. To build, furnish, equip and construct buildings, residential buildings, streets, highways, canals, water works, dams, and purchase, own, lease, sell or otherwise dispose of all necessary land, machinery, fixtures, and all apparatus necessary to fully build, furnish, equip, construct and operate all of the same and to purchase, lease, sell or otherwise acquire and dispose of such properties and lands herein defined and generally to transact all business connected with the said purposes or any of them.

B. To purchase, own, sell, lease, rent, manage residential homes, business buildings, apartments, industrial buildings, and any forms of structures and real property and generally to transact all business connected with the handling, sale and management of real property.

C. In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its property and to perform all other acts which may be incidental to the property carrying on of the business of the said corporation.

D. In furtherance and not in limitation of the power conferred by the laws of the State of Idaho and by the principles of the common law, upon corporations organized under the provisions of the law authorizing the formation of this corporation, and for the purpose and powers hereinabove set, said corporation shall have the following purpose and powers being expressly provided that the enumeration of specific powers shall not be construed to limit or restrict in any manner aforesaid general powers of the corporation.

III

This corporation shall be a general business corporation under the laws of the State of Idaho.

IV

The Corporation shall have perpetual existence.

V

Location and post office address of the registered office of the corporation is 2700 Idaho Avenue, Boise, Idaho, until the Board of Directors are elected and designate a more suitable office for the corporation.

VI

The total authorized common share value is ten thousand (10,000) shares of the par value of One Dollar (\$1.00) per share, the aggregate value of Ten Thousand Dollars (\$10,000.00) to be represented by stock certificates and one vote per share.

VII

The shares of the corporation shall be classified as common shares and will be represented by stock certificates No. 1 to 10,000 inclusive. The holder of these shares shall have a voting right of one vote per share as registered in his name on the corporate books, and the first right to participate in further sales of treasury common shares on the basis of shares in their name on the corporate books.

VIII

The name and post office address of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>No. OF SHARES</u>
John H. Hiler	1255 East 5th North Mountain Home, Idaho	One (1) share
Fred W. Hiler	1325 East 5th North Mountain Home, Idaho	One (1) share
Edna L. Rutherford	530 N. 10th East Mountain Home, Idaho	One (1) share

IX

The corporation reserves the right to amend, change or repeal any provision contained in this certificate of incorporation, in a manner now or hereafter prescribed by law, and all rights and powers conferred hereof on the stockholders, directors and officers are subject to this reserved power.

X

These Articles may be amended by Resolution setting forth such amendment or amendments, adopted at the annual meeting of the stockholders by a vote of the majority of all of the corporation stock then represented.

XI

Until the first annual meeting of the stockholders and the election and qualification of the officers John H. Hiler, shall be president, and Fred W. Hiler, shall be vice-president, and Edna L. Rutherford, shall be secretary and treasurer.

XII

Until the first annual meeting of the stockholders and the election and qualification of the directors John H. Hiler, 1255 East 5th North, Mountain Home, Idaho, Fred W. Hiler, 1325 East 5th North, Mountain Home, and Edna L. Rutherford, 530 North 10th East Street, shall be the members of the Board of Directors.

XIII

The Board of Directors shall not consist of more than six members.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 16 day of August, 1966.

John H. Hiler (SEAL)
Fred W. Hiler (SEAL)
Edna L. Rutherford (SEAL)

STATE OF IDAHO }
COUNTY OF ELMORE } ss

On this 16 day of August, 1966, before me, the undersigned,
a Notary Public in and for the State of Idaho, personally appeared
John H. Hiler, Fred W. Hiler and Edna L. Rutherford, known to me to
be the persons whose names are subscribed to the within instrument
and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal the day and year in this certificate first above written.

MY COMMISSION EXPIRES
FEBRUARY 10, 1962

Carol H. Hiler
Notary Public for Idaho
Residing at Mountain Home, Idaho