

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

TRANSPACIFIC FINANCIAL, INC.

File number C 113769

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 16, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Ava Sible*

ARTICLES OF INCORPORATION  
FEB 16 0900 AM '96  
SECRETARY OF STATE  
STATE OF IDAHO  
OF  
TransPacific Financial, Inc.

I, the undersigned, acting as Incorporator of a corporation under the Idaho Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is TransPacific Financial, Inc.

SECOND

The location of the registered office of the corporation in the State of Idaho is 1424 Sherman Avenue, Suite 100, Coeur d'Alene, Idaho 83814-4045.

THIRD

The name of the registered agent of the corporation is NORMAN L. GISSEL.

FOURTH

The period of its duration is perpetual.

FIFTH

The purpose or purposes for which the corporation is organized is the mortgage business, and the transaction of any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IDaho SECRETARY OF STATE  
DATE 02/16/1996 0900 38416  
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CK #: 5067 CUST# 2998  
CORP  
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SIXTH

The aggregate number of shares which the corporation shall have authority to issue is FIFTY THOUSAND (50,000) shares of \$1.00 per share par value stock.

SEVENTH

Any one or more of the Directors may be removed either with or without cause, at any time, by a vote of the stockholders holding a majority of the stock at any special meeting called for that purpose.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation shall be not less than one (1) nor more than five (5), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

TIMOTHY B. OSBORNE  
928 W 24TH ST  
SPOKANE, WA 99203

TONY NAPIER  
3528 E TRACY CT  
SPOKANE, WA 99223

NINTH

The names and addresses of the Incorporators are:

TIMOTHY B. OSBORNE  
928 W 24TH ST  
SPOKANE, WA 99203

TONY NAPIER  
3528 E TRACY CT  
SPOKANE, WA 99223

TENTH

The following shareholders subscribe to the following shares:

TIMOTHY B. OSBORNE	25,000 SHARES
TONY NAPIER	25,000 SHARES

ELEVENTH

The personal liability of each director is eliminated provided that this provision shall not limit the liability of a director for those acts identified in Idaho Code 30-1-54 (2) (a) (b) (c) and (d) as said provisions are presently enacted or hereafter modified.

DATED this 14 day of February, 1996.

Incorporators:

Timothy B. Osborne  
TIMOTHY B. OSBORNE

Tony Napier  
TONY NAPIER

VERIFICATION

STATE OF IDAHO )

County of Kootenai )

I, Norman D. Dix, a Notary Public, do hereby certify that on this 14 day of February, 1996, personally appeared before me TIMOTHY B. OSBORNE and TONY NAPIER, who, being by me first duly sworn, declared that they are the Incorporators of TransPacific Financial, Inc., that they signed the foregoing document as Incorporators of the corporation, and that the statements therein contained are true.

Norman D. Dix  
Notary Public in and for the  
State of Idaho  
Residing at: Coeur d'Alene  
My Commission Expires: 12/98