

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

FIRST FINANCIAL MORTGAGE, INC.

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 4, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Seibel*

**ARTICLES OF INCORPORATION**

RECEIVED  
SEC. OF STATE

OF

94 FEB 4 AM 8 50 **FIRST FINANCIAL MORTGAGE, INC.**

The undersigned, acting as incorporator, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

The name of the corporation shall be First Financial Mortgage, Inc.

**ARTICLE II**

The corporation is to have perpetual existence.

**ARTICLE III**

The purpose for which said corporation is formed is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**ARTICLE IV**

The capital stock of the Corporation shall be one thousand (1,000) shares of common stock, without par value. The capital stock of the Corporation shall not be assessable.

**ARTICLE V**

Provisions denying preemptive rights are: None

**ARTICLE VI**

The address of the Corporation's initial registered office shall be 1280 South Woodruff Avenue, Idaho Falls, Idaho, 83404, and the name of its initial registered agent at such address is Dean Mortimer.

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## ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is four (4) and the name and address of each person serving as a director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Dean Mortimer  
690 East 65 South  
Idaho Falls, Idaho 83404

Randy Ashliman  
P.O. Box 1262  
Burley, Idaho 83318

Dan Paslay  
Route 1, Box 1517  
Heyburn, Idaho 83336

Oscar K. Jones  
320 West 1st South  
Rigby, Idaho 83442

## ARTICLE VIII

The name and address of the incorporator is:

Charles A. Homer, Esq.  
HOLDEN, KIDWELL, HAHN & CRAPO  
P.O. Box 50130  
Idaho Falls, Idaho 83405

## ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

## ARTICLE X

No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except:

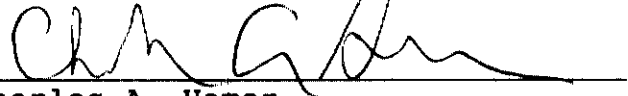
a. For breach of a director's duty of loyalty to the Corporation or its stockholders.

b. For facts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.

c. Liability under §30-1-48 of the Idaho Code.

d. For any transaction from which the director derived an improper personal benefit.

DATED this 31st day of January, 1994.

A handwritten signature in dark ink, appearing to read 'Charles A. Homer', is written over a horizontal line.

Charles A. Homer  
HOLDEN, KIDWELL, HAHN & CRAPO

#5688.00  
5767m/srs

CONSENT TO USAGE OF SIMILAR NAME

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KNOW ALL MEN BY THESE PRESENTS as follows:

First Financial Corporation which is an existing Idaho corporation does hereby consent to the usage of the name First Financial Mortgage, Inc., by a new Idaho corporation which is to be formed under the name of First Financial Mortgage, Inc. Although the name First Financial Mortgage, Inc., is similar to the name First Financial Corporation, First Financial Corporation does agree that such new corporation may be formed under the name First Financial Mortgage, Inc., and may use the name First Financial Mortgage, Inc.

DATED this 27 day of January, 1994.

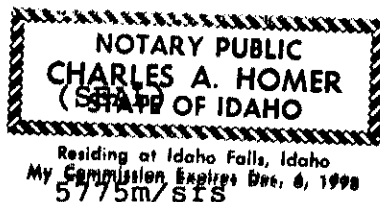
FIRST FINANCIAL CORPORATION

By: Dean W. Mortimer  
Its: President

STATE OF IDAHO )  
County of Bonneville ) ss.

On this 28<sup>th</sup> day of January, in the year 1994, before me, the undersigned, a notary public in and for said state, personally appeared Dean W. Mortimer, known or identified to me to be the President, of **FIRST FINANCIAL CORPORATION**, the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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.



Charles A. Homer  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: 12/6/98