

State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **FRANKLIN GIRARD**, 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

THE WHITE & BEEDER COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **ninth** day of **May** 193 **3**, original articles of amendment, as provided by Section 29-145 and 29-146 Idaho Code Annotated, enlarging the purposes of the corporation

and that the said articles of amendment contain the statement of facts required by law, and are recorded in Book A- 28 of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the purposes of the corporation have been enlarged.

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 _____ day of _____, in the year of our Lord one thousand nine hundred thirty- _____, and of the Independence of the United States of America the One Hundred _____.

Secretary of State.

ARTICLES OF AMENDMENT OF THE ARTICLES
OF INCORPORATION OF
THE WHITE & BENDER COMPANY

STATE OF IDAHO)
) ss.
COUNTY OF SHOSHONE)

KNOW ALL MEN BY THESE PRESENTS:

That a special meeting of the shareholders of THE WHITE & BENDER COMPANY, a corporation organized and existing under and by virtue of the laws of the State of Idaho, was duly and regularly held at the office of said corporation in the City of Wallace, Shoshone County, Idaho, at the hour of 10 o'clock P.M., on the 3rd day of May, 1935. That John C. White, President of said corporation, was chosen to act and did act as chairman of said meeting and that C. W. Beemer, Assistant Secretary of said corporation, was chosen to act and did act as secretary of said meeting.

That at said meeting there were present in person shareholders owning, holding and entitled to vote 222 shares of the capital stock of said corporation and that there were represented by proxies at said meeting all of the remaining shareholders of said corporation, that is to say, all of the shareholders owning, holding and entitled to vote the remaining 313 shares of the issued and outstanding capital stock of said corporation.

That at said special meeting of said shareholders a motion was duly made and seconded that the following resolution be adopted, to-wit:

BE IT RESOLVED by the shareholders of The White & Bender Company, a corporation organized and existing under the laws of the State of Idaho, duly assembled in a special shareholders' meeting at the office and principal place of business of said corporation in the City of Wallace, Shoshone County, Idaho, that section numbered SECOND of the Articles of Incorporation of The White & Bender Company be amended to read as follows, to-wit:

SECOND: That the purposes for which this corporation is formed are as follows, to-wit:

1. To engage in and conduct a general mercantile business, either as wholesale or retail merchants, or both; and to manufacture, buy and sell merchandise and/or other property of any and every kind, character or description.
2. To engage in and conduct its business in the State of Idaho and/or in any other state or states of the United States of America and/or in foreign countries, and to have, maintain and operate one or more offices and/or places of business outside the State of Idaho as well as one or more offices and/or places of business within the State of Idaho, and to purchase, lease, rent, acquire, hold, own, use, mortgage, sell and convey real and/or personal property either within or without the State of Idaho.
3. To purchase, construct, lease, rent, hold, occupy, operate, sell and convey store buildings, warehouses and other buildings or structures necessary for the conduct of its business, either within or without the State of Idaho.
4. To hold, purchase or otherwise acquire or be interested in, and to sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt, issued or created by any other corporation, whether foreign or domestic and whether now or hereafter to be organized, and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.
5. To act as trustee or assignee for the benefit of creditors of any other corporation or natural person to the same extent as a natural person might or could do.
6. To borrow money for the purposes of its business and to issue bonds, notes, bills or other evidences of indebtedness therefor; and to loan the money of the corporation on such terms as the board of directors may deem expedient, and to accept, receive, collect, foreclose, sell, assign or otherwise dispose of mortgages, notes and/or other evidences of indebtedness therefor; and to enter into, make, perform and carry out contracts of every kind or character incident to or necessary in the conduct of its business, with any firm, association, person or other corporation; and to do any and all other things that may be found necessary, convenient and proper in carrying out the objects of the corporation.

AND BE IT HEREBY FURTHER RESOLVED that the president and secretary, or assistant secretary, of said corporation be authorized and directed to prepare, execute and file in the office of the Secretary of State of the State of Idaho and in the office of the County Recorder of Shoshone County, Idaho, and wherever else it may be necessary and proper all necessary Articles and Certificates to carry these resolutions into effect.

That said motion was regularly put to a vote and was un-
animously carried and adopted, all of the aforesaid stock present
and/or represented at said meeting, that is to say, the entire
issued and outstanding capital stock of said corporation, voting
in favor thereof. Thereupon, the chairman of said meeting declar-
ed said motion carried and said resolution adopted.

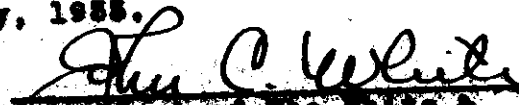
WHEREFORE, pursuant to said action by said shareholders'
meeting BE IT HEREBY KNOWN: that section numbered SECOND of the
Articles of Incorporation of the said The White & Bender Company
has been and is amended to read as follows, to-wit:

SECOND: That the purposes for which this
corporation is formed are as follows, to-wit:

1. To engage in and conduct a general
mercantile business, either as wholesale or retail
merchants, or both; and to manufacture, buy and
sell merchandise and/or other property of any and
every kind, character or description.
2. To engage in and conduct its business in
the State of Idaho and/or in any other state or
states of the United States of America and/or in
foreign countries, and to have, maintain and oper-
ate one or more offices and/or places of business
outside the State of Idaho as well as one or more
offices and/or places of business within the State
of Idaho, and to purchase, lease, rent, acquire,
hold, own, use, mortgage, sell and convey real and/
or personal property either within or without the
State of Idaho.
3. To purchase, construct, lease, rent, hold,
occupy, operate, sell and convey store buildings,
warehouses and other buildings or structures necess-
ary for the conduct of its business, either within
or without the State of Idaho.
4. To hold, purchase or otherwise acquire
or be interested in, and to sell, assign, pledge
or otherwise dispose of shares of the capital stock,
bonds or other evidences of debt, issued or created
by any other corporation, whether foreign or domestic
and whether now or hereafter to be organized, and
while the holder of any such shares of stock, to
exercise all the rights and privileges of ownership,
including the right to vote thereon, to the same
extent as a natural person might or could do.
5. To act as trustee or assignee for the
benefit of creditors of any other corporation or
natural person to the same extent as a natural per-
son might or could do.
6. To borrow money for the purposes of its
business and to issue bonds, notes, bills or other
evidences of indebtedness therefor; and to loan the
money of the corporation on such terms as the board

of directors may deem expedient, and to accept, receive, collect, foreclose, sell, assign or otherwise dispose of mortgages, notes and/or other evidences of indebtedness therefor; and to enter into, make, perform and carry out contracts of every kind or character incident to or necessary in the conduct of its business, with any firm, association, person or other corporation; and to do any and all other things that may be found necessary, convenient and proper in carrying out the objects of the corporation.

IN WITNESS WHEREOF, the President and Assistant Secretary of the said The White & Bender Company (they being the chairman and secretary, respectively, of the aforesaid special stockholders meeting) have herunto subscribed their names at Wallace, Idaho, this 3rd day of May, 1935.


President of The White &
Bender Company and Chairman
of said special stockholders'
meeting.


Assistant Secretary of The
White & Bender Company and
Secretary of said special
stockholders' meeting.

STATE OF IDAHO)
 : ss,
COUNTY OF SHOSHONE)

JOHN C. WHITE and C. W. KRAMER, being first duly sworn,
each for himself, on his oath says:

That they are the President and Assistant Secretary,
respectively, of The White & Bender Company; that they were the
chairman and secretary, respectively, of the special stockholders'
meeting mentioned in the foregoing Articles of Amendment; that
they have read said Articles of Amendment and know the contents
thereof and that the facts therein stated are true as affiants
verily believe.

John C. White
C. W. Kramer

Subscribed and sworn to before me this 3rd day of May,
1933.

Chas. H. Morris
Notary Public for the State of
Idaho, residing at Wallace,
Idaho.