

# State of Idaho

## Department of State

### CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that  
duplicate originals of Articles of Merger of \_\_\_\_\_

NANPA MULTIPLE LISTING SERVICE, INC.

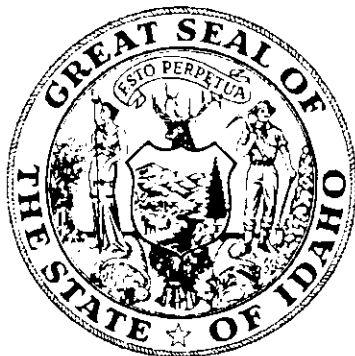
into MULTIPLE LISTING SERVICE OF NANPA, INC.

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  
Merger, and attach hereto a duplicate original of the Articles of

Merger

Dated August 14, 19 80



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

180 AUG 4 AM 10 07  
ARTICLES OF MERGER  
\* \* \* \* \*STATE

Pursuant to the provisions of Idaho Code, Section 30-1-74 the undersigned corporations have adopted the following Articles of Merger for the purpose of combining the undersigned corporations.

The plan of merger attached hereto as Exhibit "A" was approved by the stockholders of each of the undersigned corporations in the manner prescribed by statute.

Nampa Multiple Listing Service, Inc., has issued 50 shares of outstanding stock. All shares voted unanimously to approve the plan attached hereto as Exhibit "A." The Multiple Listing Service of Nampa, Inc., is a non-profit corporation without any issued shares of stock, however, the total membership of said corporation voted unanimously to approve the plan attached hereto as Exhibit "A."

DATED This 24 day of June, 1980.

NAMPA MULTIPLE LISTING SERVICE, INC.

Blaine Breckon      Debra Ingle  
BLAINE BRECKON, President      DEBRA INGLE, Secretary

MULTIPLE LISTING SERVICE OF NAMPA, INC.

Weston M. Loebkring      Debra Ingle  
President WESTON M. LOEBKRING      DEBRA INGLE, Secretary

STATE OF IDAHO )  
 ) ss.  
County of Canyon )

On this 24 day of June, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared DEBRA INGLE, secretary of the NAMPA MULTIPLE LISTING SERVICE, INC., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she 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.

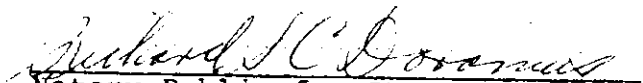
Richard C. Doxanet  
Notary Public for State of Idaho  
Residing at Nampa, therein

STATE OF IDAHO )  
 )  
 ) ss.  
County of Canyon )

On this 24 day of June, 1980, before me,  
the undersigned, a Notary Public in and for said State, personally  
appeared DEBRA INGLE, secretary of MULTIPLE LISTING SERVICE OF  
NAMPA, INC., known to me to be the person whose name is subscribed

whose name is subscribed to the foregoing instrument and acknowledged to me that she 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.

  
Notary Public for State of Idaho  
Residing at

MERGER AGREEMENT

\* \* \* \* \*

THIS AGREEMENT Made this 24 day of June, 1980, by and between NAMPA MULTIPLE LISTING SERVICE, INC., a corporation organized and existing under the laws of the State of Idaho, having its principal office at Nampa, Idaho, and MULTIPLE LISTING SERVICE OF NAMPA, INC., a corporation organized and existing under the laws of the State of Idaho, having its principal place of business at Nampa, Idaho.

R E C I T A L S

1. The Board of Directors of the respective corporations deem it desirable and in the best interest of the corporations and the shareholders that NAMPA MULTIPLE LISTING SERVICE, INC., be merged into MULTIPLE LISTING SERVICE OF NAMPA, INC.

For the reason set forth above, and in consideration of the mutual covenants and promises of the parties hereto, the constituent corporations agree, pursuant to Idaho Code, Section 30-1-71, that NAMPA MULTIPLE LISTING SERVICE, INC. shall be merged into MULTIPLE LISTING SERVICE OF NAMPA, INC., as a single corporation; and the parties hereto hereby agree to and prescribe the terms and conditions of such merger and the method of carrying it to effect, as follows:

SECTION 1: MULTIPLE LISTING SERVICE OF NAMPA, INC., TO BE  
SURVIVING CORPORATION

NAMPA MULTIPLE LISTING SERVICE, INC. shall be merged into MULTIPLE LISTING SERVICE OF NAMPA, INC. and the corporate existence of NAMPA MULTIPLE LISTING SERVICE, INC. shall cease and the corporate existence of MULTIPLE LISTING SERVICE OF NAMPA, INC. shall continue under the name MULTIPLE LISTING SERVICE OF NAMPA, INC. and MULTIPLE LISTING SERVICE OF NAMPA, INC. shall become the owner, without other transfer, of all the rights and property of the constituent corporations, and MULTIPLE LISTING SERVICE OF NAMPA, INC. shall become subject to all the debts and liabilities of the constituent corporations in the same manner as if MULTIPLE LISTING SERVICE OF NAMPA, INC. and itself incurred them.

SECTION 2: PRINCIPAL OFFICE

The principal office of MULTIPLE LISTING SERVICE OF NAMPA, INC. shall remain the principal office of the corporation following this merger.

SECTION 3: OBJECTIONS AND PURPOSES

The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on by the corporation following the merger are the same as listed in the Articles of Incorporation for MULTIPLE LISTING SERVICE OF NAMPA, INC.

SECTION 4: ARTICLES OF INCORPORATION

The Articles of Incorporation of MULTIPLE LISTING SERVICE OF NAMPA shall be changed as reflected in the Articles of Incorporation of MULTIPLE LISTING SERVICE OF NAMPA, INC. attached as Exhibit "A."

SECTION 5: PRESENT BY-LAWS

The present By-Laws of MULTIPLE LISTING SERVICE OF NAMPA, INC. insofar as not inconsistent with this Agreement of Merger, shall be the By-Laws of the corporaiton following the merger until altered, amended, or repealed as therein provided.

SECTION 6: METHOD OF CONVERTING SHARES

Immediately upon this Agreement of Merger becoming effective, the Certificate of the constituent corporation shall, without any other action on the part of the respective holders thereof, become and be converted into shares of stock of MULTIPLE LISTING SERVICE OF NAMPA, INC.

WITNESS WHEREOF, the corporations, by their Presidents, have executed this Agreement under their respective corporate seals on the date and year first above written.

NAMPA MULTIPLE LISTING SERVICE, INC.

  
BLAINE BRECKON, President

  
DEBRA INGLE, Secretary

MULTIPLE LISTING SERVICE OF NAMP, INC.

Weston M. Loegering      Debra Ingle  
President      WESTON M. LOEGERING      DEBRA INGLE, Secretary



STATE OF IDAHO )  
 )  
County of Canyon ) ss.

On this 24 day of JUNE, 19 80,  
before me, the undersigned, a Notary Public in and for said  
State, personally appeared DEBRA TROTT,  
known to me to be the SECRETARY of Multiple  
Listing Service of Nampa, Inc. whose name is subscribed to the  
foregoing instrument and acknowledged to me that he executed the  
same, and that the statements therein contained are true.

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

Richard S. C. Dotson  
Notary Public for State of Idaho  
Residing at: Nampa Id  
My Commission Expires: 1-27-81