



**Department of State.**

**CERTIFICATE OF AMENDMENT  
OF**

***F AND C ENTERPRISES, INC.***

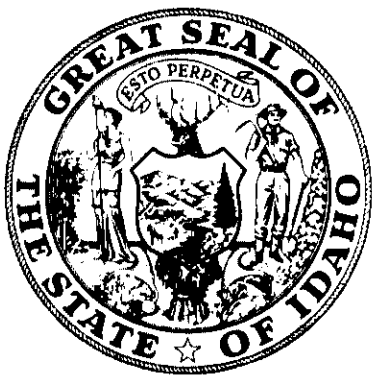
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

***F AND C ENTERPRISES, 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  
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles  
of Amendment.

Dated December 31, 19 81



*Pete T. Cenarrusa*

SECRETARY OF STATE

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

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

SECRETARY OF  
OF  
STATE

F AND C ENTERPRISES, INC.

Pursuant to the provisions of §§ 30-1-61 and 30-1-64 of the Idaho Business Corporation Act, the undersigned Corporation, pursuant to a resolution duly adopted by the written unanimous consent of its shareholders, hereby adopts <sup>amending each article</sup> the following Amended and Restated Articles of Incorporation:

I.

The name of this Corporation shall be F and C Enterprises, Inc.

II.

The period of existence and duration of the life of this Corporation shall be perpetual.

III.

The address of the registered office of this Corporation is 2645 Airport Way, Boise, Idaho, and the name of the registered agent at such address is Craig A. Moore.

IV.

The nature of the business and the object and purpose of this Corporation shall be as follows:

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

V.

The total authorized number of par value shares of this Corporation shall be 25,000, each of a par value of \$1.00, and of the aggregate par value of \$25,000.00, which said shares shall be common stock and shall not be subject to assessment.

VI.

Only with the prior written consent of the stockholders representing at least 60% of the outstanding stock of the corporation at the time of the granting of the consent, or

except as may be delegated by written contract signed by the stockholders representing at least 60% of the outstanding stock of the corporation to and with a managing agent or entity, shall the corporation execute any documents or agreements concerning, expend any funds for, make any decisions upon, or take any action towards, whether or not a binding obligation is thereby created, regarding the following:

(a) Any activity outside the ordinary business transacted by the Corporation.

(b) The contracting and incurring of any liability for or on behalf of the Corporation in the ordinary course of business of the Corporation in excess of Twenty-five Thousand Dollars (\$25,000.00).

(c) The borrowing for or on behalf of the Corporation of money or the mortgaging, deeding in trust, pledging or otherwise encumbering of corporate assets to secure repayment of the money so borrowed involving an amount in excess of Ten Thousand Dollars (\$10,000.00) at any one time and Fifty Thousand Dollars (\$50,000.00) cumulatively.

(d) The commitment of the Corporation to any improvement involving capital expenditures in excess of Five Thousand Dollars (\$5,000.00)

(e) The amendment of these Articles of Incorporation or the Bylaws of the Corporation.

#### VII.

The Board of Directors shall consist of three directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the Bylaws; provided, however, that the number of directors constituting a Board shall not be less than one nor more than five.

#### VIII.

All or any meetings of the shareholders, or of the Board of Directors may be held within or without the State of Idaho.

#### IX.

Each shareholder of this Corporation shall have a preemptive or other right to purchase, subscribe for, or take any part of any stock or any part of the notes, debentures or other securities of the Corporation.

tures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation issued, optioned, or sold by it after its incorporation.

DATED this 31 day of Dec, 1981.

F AND C ENTERPRISES, INC.

By                       
President

and Secretary

STATE OF IDAHO

County of Ada

SS.

On this 31<sup>st</sup> day of December, 1981, before me, the undersigned, a Notary Public in and for said state, personally appeared Craig A. Moore and ~~\_\_\_\_\_~~, known to me to be the persons whose names ~~are~~<sup>he</sup> subscribed to the foregoing Amended and Restated Articles of Incorporation, and acknowledged to me that ~~they~~<sup>he</sup> executed the same on behalf of F and C Enterprises, Inc., as President, ~~and Secretary,~~ respectively.

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 Idaho

Notary Public for Idaho  
Residing at: *Nampa, Idaho*

STATE OF IDAHO

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) ss.

County of Ada

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I, Susan Blankensma, a notary public, do hereby certify that on this 31st day of December, 1981, personally appeared before me Craig A. Moore, who, being by me first duly sworn, declared that he is the President of F and C Enterprises, Inc., that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

Susan Blankensma  
Notary Public for Idaho

Residing at: Idaho

Commission expires 1/20/82