

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

WEISER VALLEY TITLE, INC.

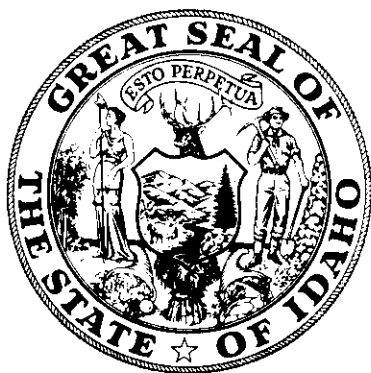
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

WEISER VALLEY TITLE, INC.

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: May 22, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

WEISER VALLEY TITLE, INC.

RECEIVED

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SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS: That we, JONATHAN P. EDWARDS and JENNA L. EDWARDS, of Weiser, Washington County, Idaho and JEFFERY J. MULLER of Council, Adams County, Idaho, all being citizens of the United States of America, and all being of full age, do, under and in pursuance of the General Incorporation laws of the State of Idaho, do hereby voluntarily associate ourselves together and such other persons as hereafter may become associated with us, into a body politic and corporate, to carry on the business and for the purposes hereinafter named:

I.

The name of the corporation shall be WEISER VALLEY TITLE, INC.

II.

The location of the registered office of this corporation shall be 35 West Idaho Street, Weiser, Idaho 83672.

III.

The initial registered agent shall be Jonathan P. Edwards, Manager, whose address shall be 35 West Idaho Street, Weiser, Idaho 83672.

IV.

The purposes for which this Corporation is formed are as follows, to-wit:

- (a) To act as the agent for domestic or foreign companies organized to do a title insurance, real estate closing and escrow business in the State of Idaho issuing policies of title insurance or guaranteed certificates of title or other guarantees of title covering any property located within the State of Idaho, maintaining complete tract indices or abstract records in any county in the State of Idaho.
- (b) To operate and carry on the business of owning and operating, buying and selling, and maintaining commercial real estate of any kind and nature, in all of its interrelated and allied aspects.
- (c) To have and to use a corporate seal which may be altered at pleasure.
- (d) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.
- (e) To appoint such officers and employees and agents as the business of the corporation may require and to allow them compensation.

- (f) To enter into contracts or obligations of any kind or type essential, necessary or proper to the transactions of its ordinary affairs or for the purpose of the corporation.
- (g) To conduct business in the State of Idaho or other states and territories of the United States and in foreign countries and to have one or more offices and places of business in or out of the State of Idaho and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property situate within or without the State of Idaho.
- (h) To apply for, acquire, hold, use, own, operate, dispose of by sale, or otherwise, mortgage, hypothecate, lease and/or sell and grant licenses in respect of patents, trade marks, trade names, inventions, improvements, processes, copyrights and licenses therefor.
- (i) To execute, issue, negotiate promissory notes, bills of exchange, bonds, debentures, negotiable instruments, securities and other obligations of this corporation, and to secure any of the same by pledge, mortgage, deeds of trust or other hypothecation of any/or all of the property of the corporation.
- (j) In connection with the carrying on of the business of the corporation, to lend and advance money, credit, property of the corporation, and to render aid by guarantee or in any other manner gratuitously or on such terms as may seem expedient on open account, secured or unsecured, to any person, firm, association or corporation.
- (k) To purchase, subscribe for, or to otherwise acquire, own, manage, hold, use, operate, lease, mortgage, hypothecate, pledge, exchange, assign, transfer, sell, or otherwise dispose of immovable and movable property of every kind and description, including shares of stock, bonds, indentures, notes, evidences of indebtedness and other securities, contracts or obligations of this or any other corporation, association or firm, and to pay therefor in whole or in part in cash or by exchanging therefor stocks, bonds, or other evidence of indebtedness or securities of this or any other corporation and to receive, collect and dispose of the interest, dividends, and income arising from such property and to possession and exercise in respect thereof all the rights, powers and privileges of ownership including all voting powers or any stocks or other securities so owned, controlled, managed or operated.
- (l) Generally to do any and all things necessary or proper in carrying on the business of the corporation and to enter into, make, perform, and carry out contracts, leases and franchises of every kind and nature relating to or connected with the business or any phase thereof in which the corporation may be or is from time to time engaged upon, and to do everything necessary, proper, or useful for the accomplishment of the objectives and principles herein enumerated or necessary, proper or convenient to the benefit of the corporation for the furtherance of its business propositions.
- (m) The foregoing clauses are to be considered as objectives, purposes and powers and the enumeration of specific powers shall not limit or restrict in any manner the powers of the corporation, it being the intention that the objectives and powers specified in this or any other articles herein shall in nowise be limited or restricted by reference to or by inference from the terms of any other article or clause thereof, but the same may be and is extended thereby.

V.

The principal place of the transaction of business of this corporation and its post office address and registered office shall be at 35 West Idaho Street, Weiser, Idaho 83672, but the corporation may establish and maintain such subordinate and branch offices as may be hereafter decided or determined on by the corporation, by or through its Board of Directors, whether in the State of Idaho or such other states or places as from time to time may be decided or determined upon.

VI.

That the period for which this corporation shall exist shall be perpetually from and after the date of filing these Articles of Incorporation.

VII.

The total authorized capital stock of this corporation shall be TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) divided into TWO HUNDRED FIFTY (250) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) each per share, all of equal classification without priority one over the other and fully paid and non-assessable.

VIII.

The names and post office addresses of each of the incorporators and the number of shares subscribed by each subscriber and the par value thereof is as follows:

<u>NAME</u>	<u>P.O. ADDRESS</u>	<u>NO. SHARES</u>	<u>PAR VALUE</u>
Jonathan Edwards	944 West 2nd St. Weiser, Idaho 83672	1	\$100.00
Jenna L. Edwards	944 West 2nd St. Weiser, Idaho 83672	1	\$100.00
Jeffery J. Muller	P.O. Box 348 Middleton, Idaho 83644	1	\$100.00

IX.

The manner, time and place of holding the general annual meeting, adjourned meetings and special meetings of the stockholders and the directors of this corporation, and the method of conducting the business of this corporation, shall be provided by the By-Laws hereinafter to be adopted by this corporation.

X.

The first Board of Directors shall consist of three (3) 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 By-Laws; provided, however, that the number of directors constituting a Board shall not be less than three (3) nor more than seven (7).

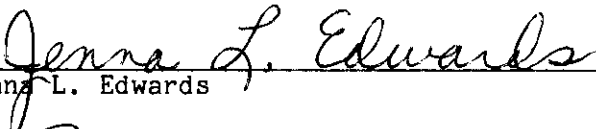
XI.

The names and post office addresses of each of the Directors of the Board are as follows:

<u>NAME</u>	<u>P.O. ADDRESS</u>
Jonathan Edwards	944 West 2nd St. Weiser, Idaho 83672
Jenna L. Edwards	944 West 2nd St. Weiser, Idaho 83672
Jeffery J. Muller	P.O. Box 348 Middleton, Idaho 83644

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on the 21st day of May, 1981.


Jonathan P. Edwards

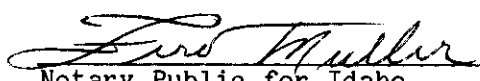

Jenna L. Edwards


Jeffery J. Muller

STATE OF IDAHO)
) ss
County of Washington)

On this the 21st day of May, 1981, before me, the undersigned, a Notary Public in and for said county and state, personally appeared JONATHAN P. EDWARDS, JENNA L. EDWARDS, and JEFFERY J. MULLER, known to me to be the persons whose names are subscribed to the above and foregoing Articles of Incorporation, of WEISER VALLEY TITLE, INC. and acknowledged to me that they executed the same.

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


Notary Public for Idaho
Residing at Council, Idaho