

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

GEO. H. CURTIS,

I, [REDACTED] 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

STATESMAN PRINTING COMPANY

*a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **seventeenth** day of **May** 193**9**,*

original articles of amendment, as provided by Section s 29-145, 29-146, 29-159, and all amendments thereto, Idaho Code Annotated, extending the corporate existence fifty (50) years and enlarging the powers and purposes

and that the said articles of amendment contain the statement of facts required by law, and are recorded in Book A- 32 of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the corporate existence of the Statesman Printing Company has been extended fifty (50) years and that the powers and purposes of the said Company 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 **17th** day of **May**, in the year of our Lord one thousand nine hundred thirty- **nine**, and of the Independence of the United States of America the One Hundred **sixty-third**.*

Secretary of State.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
STATESMAN PRINTING COMPANY

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STATE OF IDAHO)
) ss
COUNTY OF ADA)

MARGARET COBB AILSHIE, IRVING W. HART, and DEAN
DRISCOLL, being each for herself and himself first duly sworn,
depose and say:

(1) That Statesman Printing Company is and at all times
herein mentioned has been a corporation duly organized and
existing under and by virtue of the laws of the State of Idaho,
that affiants and each of them are directors of said corpora-
tion and together constitute a majority of such directors; that
affiant Margaret Cobb Ailshie and affiant Irving W. Hart are
now and at all times herein mentioned have been, respectively,
the President and Secretary of said corporation, and were Chair-
man and Secretary, respectively, of the special meeting of
shareholders of said corporation hereinafter referred to.

(2) That the shareholders of said corporation met in
special session at the registered office of said corporation,
601 Main Street in Boise, Ada County, Idaho, on the 16th day
of May, A.D. 1939, at the hour of 5:00 o'clock P.M. of said
day; that said meeting was called and held pursuant to and
by the written consent and written waiver of the time, place
and purpose thereof, made by all shareholders of said corpora-
tion on said day, in writing upon the records of said meeting
before the holding thereof; that the number of shares of cap-
ital stock of said corporation issued and outstanding at the

time of said meeting was 420, which was the same number and the same shares issued and outstanding of record in the hands of the same holders for more than ten days immediately prior to said meeting, and all the holders of all the said 420 shares, being the holders of all of said shares of the corporation issued and outstanding, and constituting all the voting power of all the shareholders of said corporation and a quorum, were present at and participated in said meeting in person; and the said shareholders in said meeting so assembled by unanimous vote of all said shareholders so present, being a total of 420 votes, duly made, passed and adopted two certain resolutions, one hereinafter designated as resolution No. 1 amending Article Fourth of the Articles of Incorporation of this corporation, and a second hereinafter designated as resolution No. 2 amending Article Second of the Articles of Incorporation of this corporation. That the following is a full, true and correct copy of said resolution No. 1 amending Article Fourth of said Articles of Incorporation:

"BE IT ORDERED AND RESOLVED, That the duration of this corporation and the term for which its corporate existence shall continue be extended for the period of fifty (50) years from and after the 17th day of May, A.D. 1939, and to that end that Article Fourth of its Articles of Incorporation be and the same is hereby amended accordingly, and to read as follows:

"FOURTH. The duration of this corporation and the term for which its corporate existence shall continue is extended for the period of Fifty (50) years from and after the 17th day of May, A.D. 1939."

That the following is a full, true and correct copy of said resolution No. 2 amending Article Second of said Articles of Incorporation:

"BE IT ORDERED AND RESOLVED, That Article Second of the Articles of Incorporation of this corporation be and the same is hereby amended to read as follows:

"SECOND. The purposes for which this corporation is formed are:

"(1) To engage in, conduct, and carry on the newspaper business and the business of printers and publishers in any and all branches; to invest in, establish, buy, rent, lease, or otherwise acquire, own, hold, run, publish, manage, operate, maintain, conduct, and carry on one or more newspapers of any kind, class, or description and wheresoever situate, including the Idaho Daily Statesman and Idaho Sunday Statesman, both published at Boise, Idaho; to do printing and job printing and to engage in, run, conduct, transact, and carry on the business of printing and job printing in all its branches; to engage in, run, own, manage, operate, maintain, transact, conduct, and carry on, in all branches, a retail or wholesale, or both retail and wholesale, mercantile business in books, stationery, printers' and office furniture, fixtures, equipment, and supplies, and all similar goods, wares, and merchandise; to buy, make, manufacture, prepare, own, possess, or otherwise acquire, handle, sell, exchange, convey, and deal and traffic generally in all such goods, wares, and merchandise, and for the aforesaid purposes, or any or all of them; to buy, invest in, lease, or otherwise acquire, own, run, manage, operate, maintain, conduct, and carry on one or any larger number of stores, offices, shops, plants, warehouses, or other places of business, and to do all things necessary or convenient for or in connection with all or any of the matters aforesaid.

"(2) To buy, invest in, take, lease, rent, or in any other manner acquire, own, hold, possess, handle, improve, develop, operate, sell, exchange, lease, convey, transfer, rent, mortgage, give liens against, or in any other manner to dispose of or encumber real or personal property or both, and any and all interests therein.

"(3) To acquire the good will, rights, and property, and the whole or any part of the assets, tangible or intangible and/or to undertake or otherwise assume the liabilities of any person, firm, association, or corporation; to pay for the said good will, rights, property, and assets in cash,

the stock of this company, bonds, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold, or in any other manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

"(4) To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of and to guarantee the shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations, organized under the laws of this state or of any other state, country, nation, or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership including the right to vote thereon.

"(5) To borrow money and otherwise incur indebtedness without limit as to amount, and to draw, make, accept, endorse, transfer, assign, guarantee, execute, and issue bonds, debentures, notes, checks, drafts, bills of exchange, negotiable instruments, and all other evidences of indebtedness, or instruments for the payment of money, negotiable or non-negotiable, and whether secured or unsecured.

"(6) For the purpose of securing all or any of its contracts, obligations and/or liabilities to convey, transfer, assign, deliver, mortgage, pledge, and/or otherwise hypothecate all or any part of the property or assets at any time owned or held by this corporation.

"(7) To buy, redeem, or otherwise acquire, own, hold, sell, reissue and/or cancel any shares of its own capital stock, common or preferred, provided however, that shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly.

"(8) To enter into, make, and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

"(9) To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above, or calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

"(10) To have, exercise, and enjoy all the powers and/or privileges now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all powers and privileges granted to corporations by Chapter I of Title 29 of the Idaho Code Annotated, and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objects and purposes.

"(11) To act as agent, factor, and/or consignee for any person, firm, or corporation and to carry out all or any of the objects and purposes herein specified as principal, factor, agent, contractor, consignee, or otherwise.

"(12) To conduct its business and exercise all or any of its powers as above specified or otherwise, in the State of Idaho and/or in any other state, territory and/or colony of the United States, the District of Columbia, any foreign country and/or any other part of the world as fully and to the same extent as natural persons might or could do, either alone, or in company with others, and at its option to have one or more offices and/or places of business outside the State of Idaho, and such offices and/or places of business as it desires in said state, in addition to its registered and principal place of business.

"(13) All the foregoing provisions of this paragraph Second are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general purposes and powers of the corporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or do any act which a corporation formed under the laws of Idaho now or hereafter existing **may** not, at the time, lawfully carry on or do. It is the intention that the purposes, objects, and powers specified in each of the paragraphs of this paragraph Second of these articles of incorporation shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in this paragraph contained or of any other provision of these articles of incorporation."

(3) That by the adoption of the aforesaid resolutions and the proceedings aforesaid, Article Second and Article Fourth

of the Articles of Incorporation of this corporation have been and are amended to read as set forth in the respective resolutions set forth in the preceding paragraph (2) hereof.

Further affiants sayeth not.

Margaret A. Ailshie

G. W. Hart

[Signature]

Subscribed and sworn to before me this 17th day of May, 1939.

[Signature]

Notary Public for Idaho
Residing at Boise, Idaho