

FILED

251



CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

2013 NOV 27 AM 11:29

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

BARRETT, L.L.C.

2. The complete street and mailing addresses of the initial designated office:

123 S. Third Avenue, Suite 27, Sandpoint, Idaho 83864

(Street Address)

same

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

J. T. Diehl

(Name)

106 W. Superior Street, Sandpoint, ID 83864

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

Name**Address**SUSAN FENTON KUBIAKP. O. Box 142, Dover, ID 83825JULIE R. MEYER437 Lakeview Blvd., Sandpoint, ID 83864JIGGS, L.L.C.437 Lakeview Blvd., Sandpoint, ID 83864JRF, L.L.C.123 S. Third Ave., Ste. 27, Sandpoint, ID 83864

5. Mailing address for future correspondence (annual report notices):

123 S. Third Avenue, Ste. 27, Sandpoint, ID 83864

6. Future effective date of filing (optional):
- December 1, 2013

Signature of a manager, member or authorized person.

Signature

Typed Name: SUSAN FENTON KUBIAK, Member

Signature

Typed Name: JULIE R. MEYER, Member

Secretary of State use only

 IDAHO SECRETARY OF STATE
 11/27/2013 05:00
 CK: 1624382 CT: 172899 DH: 1399713
 1 @ 30.00 = 30.00 CONVERSION # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

W131526

FILED

**STATEMENT OF CONVERSION
TO A LIMITED LIABILITY COMPANY
BARRETT, LTD., LIMITED PARTNERSHIP
November 27, 2013**

2013 NOV 27 AM 11:29

SECRETARY OF STATE
STATE OF IDAHO

1. The converting entity is BARRETT, LTD., LIMITED PARTNERSHIP, an Idaho limited partnership File No. L 2003. The original date of filing of June 8, 1992.
2. The converted entity is BARRETT, L.L.C., a limited liability company, whose certificate of Organization were filed on November 27, 2013. A copy of which is attached hereto.
3. The effective date of conversion shall be the 1st day of December, 2013.
4. Pursuant to the Plan of Conversion, each partner of the Partnership has assigned and transferred their interest in the Partnership to the Limited Liability Company in exchange for an interest as a member in the converted entity. Each member's percentage interest in profits and losses and capital of the converted entity will be the same as that member's percentage interest in profits and losses and capital of the Partnership immediately prior to the effective date.
5. The converted entity, BARRETT, L.L.C., shall be managed by co-managers, namely, JULIE R. MEYER, SUSAN FENTON KUBIAK and R. JOHN KUBIAK.
6. The complete street and mailing address of BARRETT, L.L.C., shall be identical to that of the former Partnership, namely:

123 S. Third Avenue, Suite 27
Sandpoint, Idaho 83864

7. The name and complete street address of the Registered Agent is as follows:

J. T. Diehl
Attorney at Law
106 W. Superior Street
Sandpoint, Idaho 83864

BARRETT, LTD., LIMITED PARTNERSHIP
By: JRF, L.L.C., an Idaho limited liability company, its
General Partner



By: R. JOHN KUBIAK, Co-Manager

IDAHO SECRETARY OF STATE
11/27/2013 05:00
CK: 1624302 CT: 172099 BH: 1399713
1 @ 30.00 = 30.00 CONVERSION # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

L2003