

# State of Idaho

## Department of State.

### CERTIFICATE OF AMENDMENT OF

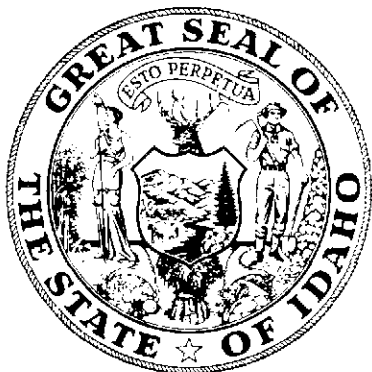
THE HOME COMPANY

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 THE HOME COMPANY

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 February 24, 19 36.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

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

FEB 13 4 25 PM '86

~~SECRETARY OF STATE~~  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF THE HOME COMPANY ~~SECRETARY OF STATE~~

KNOW ALL MEN BY THESE PRESENTS, That We, the undersigned, pursuant to the Articles of Merger executed on even date herewith and the Plan and Agreement of Merger dated August 1, 1985, for the purpose of providing Articles of Incorporation for the surviving corporation, The Home Company, set forth in said Articles of Merger and Plan and Agreement of Merger, pursuant to the Idaho Business Corporation Act, as now in effect or as may hereafter be amended, do hereby certify as follows:

ARTICLE I

The name of the corporation is The Home Company.

ARTICLE II

The objects and purposes for which this corporation is organized and the powers of such corporation are as follows:

1. To acquire and own commercial or residential real estate property, to finance and to arrange for financing for others, to sell syndicated security interests in such properties, to conduct a real estate sales office and broker sale and listing of all types of real property, and have the power to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to the purposes and powers hereinafter set forth.

2. To acquire, purchase, sell or otherwise deal in contracts, mortgages, trust deeds and all other forms of real property, securities, equities and interests.

3. To invest in lands and all forms of realty and personal property, and to buy, sell, hypothecate, mortgage, pledge, bargain, trade, acquire and dispose of in any way or manner whatsoever all forms of realty and personalty.

4. To loan money on realty, personalty or interests therein and to otherwise deal in any way or manner whatsoever in tangible or intangible property interest, both real and personal.

5. To own and hold real and personal property and to rent or lease the same.

6. To do any and all things necessary, reasonable, proper, convenient or incident to carrying out the purposes for which this corporation is formed.

7. To borrow money and to pledge, mortgage or hypothecate corporation property, or in any way or manner secure the payment of the same.

8. To conduct business in this state or any other state, District of Columbia, territories and colonies of the United States and foreign countries or territories, and to maintain one or more places of business outside this state, and to receive, purchase, hold, acquire, mortgage, assign, transfer, lease, release, convey and otherwise deal in and with any real or personal property or any interest therein, either within or outside the State of Idaho, reasonably calculated to promote the purposes hereinabove stated to this corporation.

9. To acquire the operating name, goodwill, property rights, and the whole or any part of any estate, tangible or intangible, or of any business, and to assume the liabilities of

any person, firm association, corporation or other business organization and pay for said good will, property rights, and assets in cash and the stock of this company, its bonds, its debentures, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor thereof, and to hold in any manner or dispose of all or any part of the property so acquired.

10. To conduct in any lawful manner the whole or any part of any business so acquired and to exercise all of the powers necessary and expedient in and about the conduct and management of such business or businesses, directly or indirectly related to the purposes and objects of this corporation, or though not so connected, to preserve or protect the assets of this corporation.

11. To purchase, insofar as the same may be done without impairing the capital of this corporation, except as otherwise prohibited by law, and to hold, pledge and reissue, shares of its own capital stock, but such stock so acquired and held shall not be entitled to vote nor to receive dividends.

12. To have, exercise, enjoin and participate in all powers now or hereafter granted to corporations organized under the laws of the State of Idaho, particularly all of the powers and privileges granted to corporations by Chapter I, Title 30, Idaho Code, including any future amendments thereto.

13. To do all things which a natural person might do, it being expressly provided that the aforesaid enumeration of purposes shall not be construed to be limitations upon the powers and purposes of this corporation.

### ARTICLE III

This corporation shall have perpetual existence.

### ARTICLE IV

The address of the initial registered office of the corporation shall be Suite 501, IB&T Center, Boise, ID; the name of its initial registered agent at such address is James R. Tomlinson.

### AMENDED ARTICLE V

The shares of stock to be issued by the corporation shall consist of one class only, and the aggregate number of shares which the corporation shall be authorized to issue shall be 800 shares of stock, having the par value of \$1.00 per share. All shares of stock shall have the same rights in such corporation and shall be nonassessable when paid in full.

### ARTICLE VI

As to each of the corporation, the total number of shares voting for and against the Amended and Restated Articles of Incorporation, respectively, are as follows:

<u>Corporation</u>	<u>Total Shares Issued</u>	<u>Total Shares Voting</u>	<u>For</u>	<u>Against</u>
Tomlinson & Assoc.	600	600	600	0
Tresoles, Inc.	100	100	100	0
The Home Company	100	100	100	0

### ARTICLE VII

The name and post office address of the Board of Directors of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gerald Bauman	910 E. Ash Caldwell, Idaho 83605

Thomas E. Dillon

Route 9, Box 168A  
Caldwell, Idaho 83605

Bryce L. Peterson

360 N. Civic, Apt. 508  
Walnut Creek, CA 94596

James R. Tomlinson

P. O. Box 108  
Boise, Idaho 83701

#### ARTICLE VII

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

DATED this 10<sup>th</sup> day of February, 1986.

THE HOME COMPANY

ATTEST:

By: James R. Tomlinson  
President

Shan Miller  
Secretary

STATE OF IDAHO     )  
                              ) ss.  
County of Ada     )

I, Shan Miller, a notary public, do hereby certify that on this 10<sup>th</sup> day of January, <sup>Feb</sup>1986, personally appeared before me James R. Tomlinson, who, being by me first duly sworn, declared that he is the President of The Home Company; that he signed the foregoing document as President of said corporation; and that the statements therein contained are true to the best of his knowledge and belief.

Shan Miller  
Notary Public for Idaho  
Residing at Boise, Idaho