# FILED EFFECTIVE

# Articles of Merger

These articles of merger are between Farm Bureau Finance Company (Pinance Company) and Western Community Investment Company (Western) and are prepared in accordance with Idaho Code Section 30-1-1106.

On November 9, 2004, the board of directors of both of these companies approved a merger to be accomplished by a transfer of assets and by a payment of a liquidating dividend by Western to Finance Company, making the Finance Company the survivor corporation.

This merger did not require approval of the shareholders of Western because Finance Company owns 2,494 of 2,497 shares of Western with the president, secretary, and executive vice president of Western each owing one share.

The effective date of this merger is January 3, 2005 and took place by Western transferring assets and cash to Finance Company equal to the full book value of Western's shares owned by Finance Company. Before that transfer Western purchased the three shares owned by its officers at book value.

Western Community Investment Company

Paul Roberts, treasurer

date: January 26, 2005

Farm Bureau Finance Company

Phillip R. Josin, executive vice presiden

date: January <u>26</u>, 2005

IDAHO SECRETARY OF STATE **01/28/200**5 **05:06** CK: 155620 CT: 23161 BH: 789871 1 0 30.00 = 30.00 MERGER # 2

C32445

# Plan of Merger

This plan of merger is prepared pursuant to Idaho Code Section 30-1-110833JAN 28 AM 10: 20

- 1. The names of the corporations involved in this merger are Farm Bureau Figurate ARY OF STATE Company (Finance Company) and Western Community Investment Company (Western). Western will be merged into Finance Company, which will be the surviving corporation.
- 2. Western is a subsidiary corporation of Finance Company. Finance Company owns all but three shares of Western's stock. Finance Company and Western share the same board members and for the most part, the same officers. There is no reason for Western to exist as a separate corporation. The merger is being made to simplify the operations of Finance Company.
- 3. The merger is being made by Western transferring its assets to Finance Company and its cash being paid to Western as a liquidating dividend. The value of these assets and cash equals the book value of the Western shares owned by Finance Company. Western paid the book value of the remaining three shares to the owners of the shares. The effective date of transfer of assets was January 3, 2005.
- 4. No new corporation is to be created by this merger and there are no amendments to the articles of incorporation of Finance Company because of this merger. A copy of the articles of incorporation of Finance Company are attached.
- 5. We are unaware of any other provision of law which apply to this merger and by which the Finance Company is governed.

Western Community Investment Company

Paul Roberts, treasurer

date: January <u>26</u>, 2005

Farm Bureau Finance Company

Phillip R. Jostin, executive vice presiden

# Articles of Merger

These articles of merger are between Farm Bureau Finance Company (Finance Company) and Western Community Investment Company (Western) and are STATE prepared in accordance with Idaho Code Section 30-1-1106.

STATE OF IDAHO

On November 9, 2004, the board of directors of both of these companies approved a merger to be accomplished by a transfer of assets and by a payment of a liquidating dividend by Western to Finance Company, making the Finance Company the survivor corporation.

This merger did not require approval of the shareholders of Western because Finance Company owns 2,494 of 2,497 shares of Western with the president, secretary, and executive vice president of Western each owing one share.

The effective date of this merger is January 3, 2005 and took place by Western transferring assets and cash to Finance Company equal to the full book value of Western's shares owned by Finance Company. Before that transfer Western purchased the three shares owned by its officers at book value.

Western Community Investment Company

Paul Roberts, treasurer

date: January <u>26</u>, 2005

Farm Bureau Finance Company

Phillip R. Joslin, executive vice presiden

date: January <u>26</u>, 2005

#### Plan of Merger

This plan of merger is prepared pursuant to Idaho Code Section 30-7-780249)0:20

- 1. The names of the corporations involved in this merger are Farm Bureau Finance. Company (Finance Company) and Western Community Investment Company (Western). Western will be merged into Finance Company, which will be the surviving corporation.
- 2. Western is a subsidiary corporation of Finance Company. Finance Company owns all but three shares of Western's stock. Finance Company and Western share the same board members and for the most part, the same officers. There is no reason for Western to exist as a separate corporation. The merger is being made to simplify the operations of Finance Company.
- 3. The merger is being made by Western transferring its assets to Finance Company and its cash being paid to Western as a liquidating dividend. The value of these assets and cash equals the book value of the Western shares owned by Finance Company. Western paid the book value of the remaining three shares to the owners of the shares. The effective date of transfer of assets was January 3, 2005.
- 4. No new corporation is to be created by this merger and there are no amendments to the articles of incorporation of Finance Company because of this merger. A copy of the articles of incorporation of Finance Company are attached.
- 5. We are unaware of any other provision of law which apply to this merger and by which the Finance Company is governed.

Western Community Investment Company

Paul Roberts, treasurer

date: January <u>26</u>, 2005

Farm Bureau Finance Company

Phillip R. Joslin, executive vice presiden

date: January 26, 2005