

**FILED**  
JAN 26 2 37 PM '98

**ARTICLES OF INCORPORATION** SECRETARY OF STATE  
STATE OF IDAHO

OF

**WOODBURY REALTY, INC.**

The undersigned, acting as the Incorporator, of a Corporation, under the terms and conditions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation shall be **WOODBURY REALTY, INC.**, and its existence shall be perpetual.

**ARTICLE II**

The Corporation is formed and organized for the purpose of selling, listing and dealing in real estate transactions under the terms and conditions of Rules and Regulations promulgated by the Idaho Real Estate Commission in accordance with the laws of the State of Idaho.

**ARTICLE III**

The aggregate number of shares of stock which the Corporation has the authority to issue is the sum of Five Thousand (5,000) shares of Common Stock, all of one class, and having a Par Value of One Dollar (\$1.00) per share.

The Corporate Stock of the Corporation shall be non-assessable and the private property of the Shareholder(s). Each of the shares of stock shall not be subject to assessment and the Shareholder(s) shall not be individually liable for the debts of the Corporation.

IDAHO SECRETARY OF STATE

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**ARTICLES OF INCORPORATION-1**

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#### **ARTICLE IV**

The number of Directors of the Corporation shall be as set forth in the By-Laws, and the number of Directors may be changed from time to time as therein directed, provided that the number of Directors shall never be less than the minimum number required by law.

#### **ARTICLE V**

At any meeting of Shareholders, a majority of the shares entitled to vote, either in person or through a proxy, shall constitute a quorum.

Shareholders of the Corporation shall have preemptive and preferential rights of subscription to purchase additional shares upon their issue, whether issued pursuant to these Articles or an amendment thereto.

#### **ARTICLE VI**

The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend, or revise the By-Laws shall be in the Board of Directors. Such power to amend shall only be exercised at annual meetings or special meetings called for that purpose.

#### **ARTICLE VII**

The Articles of Incorporation shall be amended only upon a majority vote of the Shareholders at an annual meeting or a special meeting called for that purpose.

#### **ARTICLE VIII**

The name and Post Office address of the Corporation is: 2150 Todd Way, Meridian, ID 93642, and the name of the registered agent of the Corporation is: Anita Woodbury, whose address is 2150 Todd Way, Meridian, ID 83642, and can be reached during normal business hours at the above address.

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## ARTICLE IX

The names and Post Office address of the initial Board of Directors, appointed by the Incorporator to serve until the first election are as follows:

Anita Woodbury, 2150 Todd Way, Meridian, ID 83642

Ginger A. Sweet, 417 Bridlewood, Caldwell, ID 83605

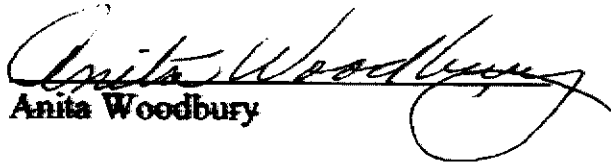
Michael B. Sweet, 417 Bridlewood, Caldwell, ID 83605

## ARTICLE X

The name and address of the Incorporator is:

Anita Woodbury, 2150 Todd Way, Meridian, ID 83642

IN WITNESS WHEREOF, the above referenced Incorporator has set her hand on this the 18 day of December, 1997.

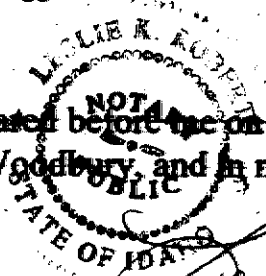
  
Anita Woodbury

STATE OF IDAHO )

) ss

County of Ada

Personally appeared before me on this the 18 day of December, 1997, the above referenced Anita Woodbury, and in my presence affixed her signature to the document.



  
Notary Public for Idaho

Residing at Nampa

My Commission Expires: 7/1/1998

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