

State of Idaho



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

VAUGHN REALTY, INC.

a corporation duly organized and existing under the laws of **Washington** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **2nd** day of **March** 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **2nd** day of **March** 1964, a designation of **Donna J. Kimbell** in the County of **Bonneville** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **2nd** day of **March**, A.D. 19 **64**.

Secretary of State.

United States of America
State of Washington



TO ALL TO WHOM THESE PRESENTS SHALL COME

I, **Victor A. Meyers** *Secretary of State of the State of Washington, and custodian of the Seal of said State, do hereby certify* that the annexed is a true and correct copy of the Articles of Incorporation and all amendments thereto of VAUGHN & KINNETT REALTY, INC., including Amendatory Articles changing the name to VAUGHN REALTY, INC., which have been duly filed and recorded in my office in accordance with law; I further certify that VAUGHN REALTY, INC. has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1964; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation and all amendments to the Articles of said corporation.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia,
this 17th day of January A.D. 19 64

Victor A. Meyers

Secretary of State

By *Jean C. Dunker*

Assistant Secretary of State
(Mrs.) Jean C. Dunker,

DEPARTMENT OF STATE



ARTICLES OF INCORPORATION
OF THE

VAUGHN L. HENNETT REALTY, INC.

Spokane, Washington
I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the Articles of Incorporation of the above named corporation, as the same appear in the records of the Department of State.

In Testimony Whereof, I have hereunto set my hand and the seal of the Department of State at the City of Spokane, Washington, this 1st day of January, 1924.

John W. H. Smith
Secretary of State

Witness my hand and the seal of the Department of State at the City of Spokane, Washington, this 1st day of January, 1924.

VAUGHN & KINNETT REALTY, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of full age and citizens of the United States, have this day voluntarily associated ourselves together, and do hereby associate ourselves together for the purpose of forming a corporation under the general corporation laws of the State of Washington and acts amendatory thereof and supplemental thereto, and do certify as follows:

ARTICLE I.

The corporate name of this corporation shall be:

VAUGHN & KINNETT REALTY, INC.

ARTICLE II.

The nature of the business and the purposes for which the corporation is formed are:

(1) To engage in the general real estate business and in the business of a realtor; to act as the agent for others or to act for itself in the purchase, sale, renting, or management of real estate and leasehold interest therein and personal property of every type and kind.

(2) To engage in the general mortgage loan business, to negotiate loans for itself or for others on real or personal property of all kinds; to lend money on bonds and notes secured by mortgages or trust deeds on real estate or leaseholds; to act as trustees in deeds of trust or mortgages on real or personal property, or any evidences of value to secure them.

(3) To act as agent for insurance companies and to

...as may be delegated to the ...
...to engage in the business of selling ...
...to conduct a general insurance agency and ...
...brokerage business.

(4) To acquire by purchase, or lease, or otherwise ...
...and interest in lands, whether for investment or
...own use, or to protect existing interests therein
...other purposes and to own, hold, improve, develop,
...subdivide, plat and sell the same, and to erect or cause
...to be erected on any lands owned, held or occupied by the
...corporation, buildings, or other structures with their
...appurtenances, and to rebuild, enlarge, alter or improve
...any buildings or other structures, and to construct or
...cause to be constructed sewers, streets, sidewalks, curbs,
...and the doing of any other work in connection with the
...development of a subdivision.

(5) To purchase, subscribe for, or otherwise acquire
...and own, hold, use, sell, assign, transfer, mortgage, pledge,
...exchange, or otherwise dispose of real and personal property
...of every kind and description, including shares of stock,
...bonds, debentures, notes, evidences of indebtedness, and
...other securities, contracts, or obligations of any corpo-
...tion or corporations, association or associations, domestic
...or foreign, and to pay therefor in whole or in part cash
...or by exchanging therefor stocks, bonds or other evidences
...of indebtedness or securities of this or any other
...tion, and while the owner or holder of any such real

to receive, collect, and dispose of the dividends and income arising from such property, and to exercise and exercise in respect thereof, all the rights, powers and privileges of ownership, including all voting rights on any stocks so owned.

(6) To construct, assemble, alter, decorate, maintain, furnish, fit and approve buildings of every sort and kind.

(7) To borrow money, to issue bonds, notes, debentures or other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise, or to issue the same unsecured.

(8) To lend money, to purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge or otherwise dispose of and deal in, shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any other person, corporation or association, whether domestic or foreign, and whether now or hereafter organized or existing; and while the holder thereof, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

(9) To purchase and acquire its own shares in the manner provided by law.

(10) To carry on any business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the

to do business in the United States and in all other countries, and to hold, purchase, and convey real and personal property, either in the State of Washington, and to have and to exercise all the powers conferred by the laws of Washington upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms or provisions of any other clause but shall be regarded as independent purposes.

ARTICLE III.

The location and business office address of the registered office of the corporation in the State of Washington is 1719 Ash Street, Spokane, Washington.

ARTICLE IV.

The total authorized number of shares of stock which this corporation is authorized to issue is 5000 shares, and the par value of each share is \$10.00.

ARTICLE V.

The amount of paid-in capital with which the corporation will begin business is \$500.00, in cash or other property of said value taken at a fair valuation.

| NAME | ADDRESS |
|-------------------|---|
| William A. Vaughn | West 2310 Kiernan Avenue Spokane, Washington |
| Wanda M. Vaughn | West 2310 Kiernan Avenue Spokane, Washington |
| C. Harold Cooke | 1508 Northwest Boulevard Spokane, Washington |

ARTICLE VII.

The names and post office addresses of each of the incorporators and the number of shares of stock subscribed by each are as follows:

| NAME | ADDRESS | NUMBER OF SHARES SUBSCRIBED |
|-------------------|---|--------------------------------|
| William A. Vaughn | West 2310 Kiernan Avenue Spokane, Washington | _____ shares. |
| Wanda M. Vaughn | West 2310 Kiernan Avenue Spokane, Washington | _____ shares. |
| C. Harold Cooke | 1508 Northwest Boulevard Spokane, Washington | _____ shares. |

ARTICLE VIII.

The time of existence of this corporation shall be perpetual.

ARTICLE IX.

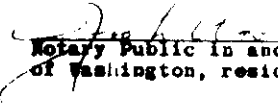
The authority to make or amend By-Laws is vested in the Board of Directors, subject to the power of the shareholders to change or repeal them.

IN WITNESS WHEREOF, We have hereunto set our hands and seals
this 4 day of December, 1961.

Notary Public in and for the State of Washington, residing at Spokane)

I, the undersigned, a Notary Public in and for the State of Washington, do hereby certify that on this _____ day of _____, 196____, personally appeared before me WILLIAM A. VAUGHN, WANDA M. VAUGHN and C. HAROLD COOKE to be known to be the individuals described in and who executed the above and foregoing instrument, and acknowledged that they executed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year first above written.


Notary Public in and for the State of Washington, residing at Spokane.

United States of America
State of Washington



Victor A. Meyer, Secretary of State of the State of Washington, do hereby certify

AMENDED

ARTICLES OF INCORPORATION
OF THE

VAUGHN & KINNETT REALTY, INC.

(Changing name to Vaughn Realty, Inc.)

a Domestic Corporation of Spokane Washington, do hereby certify
the 7th day of August A. D. 1962 at 2:10 o'clock P. M.
filed for record in this office and now remains on file herein

Filed at request of
Joseph A. Simpson, Attorney
217 Paulsen Bldg.
Spokane 1, Washington

IN TESTIMONY WHEREOF I have hereunto set
my hand and affixed hereto the Seal of the
State of Washington Done at the City of
Olympia, this 7th day of August
A. D. 1962

Victor A. Meyer
VICTOR A. MEYER, Secretary of State

Excluding not recording fee \$ 15.00

License to June 30, 1963 \$

Excess pages in file \$

Notarial fees, Book No.

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