



CORPORATION REINSTATEMENT CERTIFICATE

I, GEO. H. CURTIS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State and collector of the annual corporation tax, do hereby certify that

VOLUME INSURANCE AGENTS, INC.

..... a corporation organized and existing under and by virtue of the laws of the State of **Idaho**, with its principal place of business in Idaho located at **Boise**, Idaho, forfeited on the **19th** day of **November**, 19**00**, its charter or authority to do business in the State of Idaho, because of failure to pay the annual license tax and penalty due the State of Idaho for the fiscal year ending June 30th, 19**00**, as provided by Section 29-607, Idaho Code, Annotated.

AND I FURTHER CERTIFY, That the said corporation has subsequently and on the **19th** day of **November**, 19**00**, paid the annual license tax and penalty assessed against it and the said **VOLUME INSURANCE AGENTS, INC.** is therefore reinstated on the records of this office, and all the corporate rights which it enjoyed under the Constitution and Laws of the State of Idaho prior to the date of said forfeiture, are hereby restored.

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 **19th** day of **November**, in the year of our Lord one thousand nine hundred **1900**, and of the Independence of the United States of America the One Hundred **thirty-eighth**.

Secretary of State.

IN THE MATTER OF INCREASE OF CAPITAL STOCK OF
THE VOLLMER-CLEARWATER COMPANY, LIMITED,

from \$75000.00 to \$100,000.00
and amendment of articles.

State of Idaho,)
County of Nez Perce) :ss.

John P. Vollmer, President and E. W. Eaves, Secretary of
The Vollmer-Clearwater Company, Limited and respectively the Chair-
man and Secretary of the special meeting of stockholders of said
Company, a copy of the minutes of which are annexed hereto, and
John P. Vollmer, E. W. Eaves and Arthur E. Clarke, directors and a
majority of the directors of said Company, being each first
severally duly sworn on oath, each severally deposes and says,
(and each also as such Chairman, Secretary and Director certifies):

That a special meeting of the stockholders of The Vollmer-
Clearwater Company, Limited was held on the 7th day of October 1911
at the office of said Company in the First National Bank Building
in Lewiston, Idaho, beginning at 10 o'clock A. M. as set forth in
the minutes of said meeting, a copy of the material portions of
which minutes, consisting of five pages, is annexed hereto and made
part hereof; that all the statements in said minutes of said meet-
ing as contained in the annexed copy thereof are true and correct
and all the statements and recitals of every nature in the resolu-
tions set forth in the said minutes are true and correct as therein
set forth; that the amount of stock represented at said meeting was
7500 shares; that the capital stock of said Company was by vote
taken at said meeting, increased from \$75000.00 to \$100,000.00, and
the Articles of Incorporation amended, and the vote by which the
capital stock was so increased and the articles of incorporation
amended was 7500 shares voting "YES" in favor of so increasing
the capital stock and amending the articles of incorporation and no
shares voting "NO"; that the said stockholders meeting was called
and notice thereof given as set forth in the said minutes and all
the stockholders of said company were personally present representing
all the stock of said Company as set forth in said minutes.

John Vollmer
President and Chairman.
E. W. Eaves
Secretary.
Ed Eaves
Director.
Arthur E. Clarke
Director.
John Vollmer
Director.

Subscribed and sworn to by said John P. Vollmer, E. W. Eaves
and Arthur E. Clarke before me in triplicate this 16 day of
Oct
1911.

N. J. Lanning
Notary Public in and for Nez
Perce County, State of Idaho.

MINUTES OF SPECIAL STOCKHOLDERS MEETING OF
THE VOLLMER-CLEARWATER COMPANY, LIMITED,
held Saturday October 7, 1911 at 10 o'clock
A. M. at the office of said Company in the
First National Bank Building in Lewiston, Nez
Perce County, State of Idaho.

The special meeting of the stockholders of said Company convened at Lewiston, Idaho, at the office of said Company in the First National Bank Building, at 10 o'clock A. M. on Saturday the 7th day of October 1911, pursuant to adjournment of meeting of Friday October 6, 1911, when stockholders were present in person representing all the stock of said Company as follows:

Jno. P. Vollmer	3526 shares
C. H. Eanes	2997 "
A. E. Clarke	682 "
C. P. Atchison	409 "
A. D. White	86 "

The meeting was called to order by the President, and thereupon the Secretary laid before the meeting the resolution of the Directors calling the meeting for which reference is made to the minutes of the Director's meeting of Aug. 30, 1911.

That all the stockholders of said Company were personally present representing all the stock of said Company at the meeting held on Friday October 6, 1911 at 10 o'clock A. M., to the minutes of which reference is hereby made.

That all the stockholders of said company are personally present at this meeting representing all the stock of said Company, viz:

Name	No. of shares.
<u>John P. Vollmer</u>	<u>3526</u>
<u>E. W. Eaves,</u>	<u>2997</u>
<u>Edward P. Atchison</u>	<u>409</u>
<u>Samuel D. White,</u>	<u>86</u>

Thereupon on motion, made, seconded, put to a vote and carried unanimously it was resolved that the total issued capital stock of said company is \$75000.00 divided into 7500 shares and that 7500 shares thereof are properly represented in this meeting by the record owners thereof in person; that the meeting was duly called by the Directors and by the President and a notice of this meeting was delivered to each stockholder personally and said notice with acceptance of service thereon was in the words following:

"NOTICE OF SPECIAL STOCKHOLDERS MEETING OF THE VOLLMER-CLEARWATER COMPANY, LIMITED.

NOTICE IS HEREBY GIVEN to the stockholders of said company that a special meeting of the stockholders thereof has been called by the Directors thereof in a resolution adopted by them in the words and figures following, to-wit:

"RESOLVED, that there be and hereby is called a special meeting of the stockholders of this corporation to convene at the office of said company in the First National Bank Building in Lewiston, Nez Perce County, Idaho, on Friday the 7th day of October 1911, at 10 o'clock A. M. for the purpose of taking action upon the matter of increasing the capital stock of this corporation from \$75000.00 to \$100,000.00 and for the purpose of amending the articles of incorporation as to the purpose for which the corporation was formed, by adding at the end of the statement of such purposes in paragraph numbered "Second" in the articles of incorporation of this company the words following, to-wit:

"and to purchase, own, vote, sell or hypothecate stocks and bonds of other corporations and to exercise any and all powers specified in Section 2769 of the Revised Codes of Idaho as amended by Senate Bill No. 100, approved Mar. 13, 1909, laws of Idaho of 1909, pages 163 and 164."

And for the purpose of taking action upon all matters directly or indirectly connected therewith and necessary to be done to carry out and complete the same and that the Secretary of the Company be and he hereby is directed to give personal notice of such meeting and of the purpose thereof by serving same on each stockholder at least 30 days prior to the date of such meeting or that in lieu thereof that notice be published at least once a week in a newspaper published in Lewiston, Idaho for at least 30 days prior to the meeting and that such notice include the amount to which it is proposed to increase the capital stock."

It is ordered that such meeting be held accordingly.

John P. Vollmer,
President of The Vollmer-Clearwater Company, Limited.

E. W. Eaves,
Secretary of the Vollmer-Clearwater Company, Limited."

We, the undersigned, stockholders of the Vollmer-Clearwater Co. Ltd, hereby acknowledge to have received this 30th day of August 1911 at Lewiston, Idaho from E. W. Eaves, Sec'y thereof, a full, true and correct copy of the foregoing notice and order and call of special meeting of stockholders of said Company.

E. W. Eaves
S. D. White
E.P. Atchison.
A.E. Clarke
John P. Vollmer."

Thereupon S. D. White moved that the following resolution be adopted, viz:

RESOLVED, that the authorized capital stock of this Company be and it hereby is increased from \$75000.00 to \$100,000.00 and that there be added at the end of paragraph numbered "Second" in the articles of incorporation of this company the following:

"and to purchase, own, vote, sell or hypothecate stocks and bonds of other corporations and to exercise any and all powers specified in Section 2769 of the Revised Codes of Idaho as amended by Senat Bill No. 100 approved Mar. 13, 1909, laws of Idaho of 1909, pages 163 and 164."

And that the officers of said company sign, verify and file certificates as required by Section 2773, Vol. 1, Revised Codes, as follows, to-wit:

A certificate in duplicate, signed and verified by the Chairman and Secretary of the meeting, showing a strict compliance with all the requirements of said stattutes, the amount to which the capital stock has been increased, the amout of stock represented at the meeting, and the vote by which the object was accomplished; said certificates to be sub- scribed by a majority of the Directors, and the original shall be filed in the office of the County Recorder, and one certified by the County Recorder, shall be filed in the office of the Secretary of State, as provided for original articles of incorporation, and thereupon the capital stock is so increased and the purposes for which this corporation was created are amended.

And that when said capital stock shall be so increased as aforesaid the President and Secretary are empowered to procure new forms of stock certificates and to issue new certificates to the respective owners for the proper amounts on return by such owners for cancellation of the former certificates held by them respectively.

A. E. Clarke seconded said motion and after consideration it was voted upon and carried unanimously, the vote being 7500 shares, "Yes" and no shares "no".

Thereupon on motion the meeting adjourned sine die.

E. W. Eaves
Secretary.

John P. Vollmer
President and Chairman.