

# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **IRA H. MASTERS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

**WEBB & TYLER, INC.**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed

in this office on the **TWENTY-THIRD** day of **DECEMBER** 193 **7**,

original articles of amendment, as provided by Section **29-145** and **29-146**, Idaho Code Annotated, changing the corporate name to

**M. L. TYLER, INC.,**

and that the said articles of amendment contain the statement of facts required by law, and are recorded in Book **A-51** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the corporate name has been changed to

**M. L. TYLER, INC.**

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 **23rd** day  
of **December**, in the year of our Lord  
one thousand nine hundred thirty- **seven**,  
and of the Independence of the United States of  
America the One Hundred **Sixty-second**.

Secretary of State.

ARTICLES OF INCORPORATION

(Articles of Amendment)

of

M. L. TYLER, INC.

Know all men by these presents, that, at a meeting of the shareholders, duly called upon notice, of and for the specific purpose of amending the name of the corporation (changing the name of this corporation from WEBB & TYLER, INC., to M. L. TYLER, INC.), and upon the unanimous vote of all of the shareholders of the company at such meeting, the following Articles of Incorporation (Articles of Amendment) were adopted:

We, the undersigned persons, of full age, citizens of the United States and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I

That the name of the corporation shall be

"M. L. TYLER, INC."

II

That the purpose for which it is formed shall be to act as agents for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident, burglary, rent, marine, credit, life insurance and all other kinds of insurance, and to solicit and receive applications for all manner and kind of indemnity and surety bonds; in general to do all manner and kind of business in connection with and such as is usually or generally carried on by insurance agents, and to conduct a general insurance brokerage business in all of its branches.

To purchase, hold, sell, improve, and lease real estate, —

and mortgage and encumber the same, and to erect, manage, care for and maintain, extend and alter buildings thereon:

To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others and the negotiations of loans thereon; to purchase and sell for others, personal property, stocks, bonds, and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidence of value to secure them, and to act as agents for letting houses, lands, and the collection of rents and the payments of taxes:

In connection with the foregoing specific object clauses, the corporation may carry on any other business for which individuals may lawfully associate themselves in the State of Idaho, it being expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation.

### III

That the place where the principal business of said corporation shall be transacted is Lewiston, Nez Perce County, State of Idaho.

### IV

That the term for which said corporation shall exist shall be fifty years from and after the date of its incorporation.

### V

That the number of Directors in this corporation shall be three.

### VI

That the amount of the capital stock of this corporation is \$25,000.00 and the number of shares into which it is divided is 250, of the par value of \$100.00 each.

### VII

That the amount of capital stock which has actually been

subscribed is \$20,000.00, and the following are the names of the persons by whom the same has been subscribed:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>AMOUNT</u>
M. L. TYLER	150	\$15,000.00
HELEN W. TYLER	10	1,000.00
FRANK THOMPSON	40	4,000.00

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20<sup>th</sup> day of December, A.D., 1937.

M. L. Tyler (SEAL)

Helen W. Tyler (SEAL)

Frank Thompson (SEAL)

STATE OF IDAHO :  
ss.  
County of Nez Perce:

On this 20<sup>th</sup> day of December, in the year 1937, before me, E.W. MORGAN, a Notary Public, in and for the State of Idaho, personally appeared M. L. TYLER, HELEN W. TYLER, and FRANK THOMPSON, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

E. W. Morgan  
Notary Public in and for the State  
of Idaho, residing at Lewiston therein.


CERTIFICATE TO ARTICLES OF AMENDMENT

STATE OF IDAHO :  
ss.  
County of Nez Perce:


M. L. TYLER, president, and HELEN W. TYLER, secretary, (of WEBB & TYLER, INC.) hereby certify that a shareholders' meeting of WEBB & TYLER, INC., was duly called; that all shareholders of said corporation were present at the meeting, and signed a written waiver of notice of the meeting and a written consent and approval of and to all acts that should take place at said meeting, and particularly all acts taking place therein with respect to the amendment of the name of said corporation (changing the name from WEBB & TYLER, INC., to M. L. TYLER, INC.); that at said meeting the following resolution was passed and adopted by the unanimous vote of all the shareholders of the corporation:

"Resolved that the name of this company be amended and changed to M. L. TYLER, INC., (but that otherwise the company shall continue without change), and that the Articles of this company be amended as provided by law to bring about and make such amendment effective and operative."

that, thereafter, on the said 20<sup>th</sup> day of December, 1937, the said resolution and action of the shareholders thereon was presented to and unanimously adopted and confirmed by the Board of Directors of the company, at a meeting duly and regularly held.

  
\_\_\_\_\_  
Helen W. Tyler

Subscribed and sworn to before me this 20<sup>th</sup> day of December, 1937.

  
\_\_\_\_\_  
Notary Public for Idaho, residing at Lewiston therein.