

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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 original of the articles of incorporation of

LEE O. RUWE, INC.

was filed in the office of the Secretary of State on the **31st** day of **December** A.D., One Thousand Nine Hundred **seventy-four** and ~~will be~~ ~~will be~~ recorded on ~~Film No~~ ~~microfilm~~ of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Boise, Idaho** in the County of **Ada**

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 **31st** day of **December**, A.D., 19 **74**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

LEE O. RUWE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is of legal age and a citizen of the United States of record have this voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho and pursuant thereto certify as follows:

Article I

The name of the corporation shall be Lee O. Ruwe, Inc.

Article II

Such corporation shall have perpetual existence.

Article III

The objectives and purposes for which this corporation is formed are to do in any part of the world, as principal, agent, or otherwise, any and all things hereinafter set forth to the same extent as natural persons might or could so. In furtherance thereof, but not in limitation of the general powers conferred by the State of Idaho, we expressly provide that this corporation shall have the power:

(a) To purchase, take, hold, own, acquire, by operating of law or otherwise, lease, sell, improve, subdivide, mortgage or otherwise hypothecate any and all kinds or classes or real or personal property or interest therein and to engage in any and all lawful undertakings or business necessary, proper or convenient to the improvement or betterment of any such real or personal property owned or acquired by this corporation.

(b) To engage in the business of mobile home park rental and all activities incidental to operation of mobile home parks and to rental of spaces therein and to the furnishing of any and all services to tenants therein including operation of water and sewer systems therefore.

(c) To engage in such other or further objects, acts and conduct as may be necessary and incidental in the carrying on of the business herein described, including the buying, leasing, holding, re-leasing, selling and conveying real estate necessary or proper in connection with the business to engage in any other lawful business whatsoever, either as principal or agent, or both, which the corporation may deem convenient or proper; to carry on, conduct or engage in any other lawful business whatsoever within or outside of the State of Idaho.

(d) To buy and sell at wholesale or retail any and all kinds of merchandise, goods, machinery or appliances; to purchase, own, sell, convey, mortgage, pledge or exchange personal property of any kind or character, including but not restricted to debts, dues, demands, choses in action, evidences of debts, bonds or corporate stock, both public and private; to enter into, make, perform, contracts, with any person, firm association, partnership, or corporation and to contract with the United States of America, any foreign country, state, county, city or other governmental subdivision.

(e) To borrow, or to lend money and to make, take or execute note, mortgages, bonds, deeds of trust or other evidences of indebtedness.

(f) To purchase, exchange or otherwise acquire and own the corporate common or preferred stock, bonds or other securities of any other corporation, private or public, and to purchase, redeem or otherwise

acquire its own capital stock insofar as not contrary to the constitution or laws of the State of Idaho, and to issue and sell its own corporate common or preferred stocks, bonds, debentures or other securities or evidences of indebtedness.

(g) To merge, or consolidate with any corporation in such manner and to such extent as may be permitted by law; to form a partnership with any other corporation or person and to act as a partner therein.

(h) To issue common or preferred stock, or any other type of corporate securities, and to accept payment or subscriptions therefore, and such installments, in such manner, on such terms, in money or property as shall be determined by the Board of Directors.

(i) To apply for, purchase, or by other means, acquire, hold, sell, assign, lease, mortgage, or otherwise dispose of, patents, patent rights, licenses, trademarks, tradenames, or copyrights, as may appear useful or advantageous to the corporation.

(k) In addition to the foregoing powers, also to have all authority, powers and rights granted to corporations by the constitution and statutes of the State of Idaho, and any amendments thereto.

(l) To do and perform every act or thing necessary to carry out the above enumerated purposes, calculated directly or indirectly to the advancement of the interests of the said corporation and to the enhancement of the value of its stock or property.

Article IV

The registered office of this corporation and principal place for the transaction of its business is **Boise, Ada County, Idaho**

mailing address is the same.

Article V

The Board of Directors of this corporation shall be composed of three (3) members. It is not necessary that a director be a shareholder of this corporation.

Article VI

The authorized capital stock of this corporation is 300,000 shares of common stock having the par value of **one dollar (\$1.00)** for each of said shares. Each common share shall have dividend participating rights and all of such stock shall be non-assessable. The capitalization of this corporation may be increased or decreased as provided by law. All stock certificates shall contain the following endorsement:

"The issuing corporation has the first right of refusal on the sale of all stock; any stockholder desiring to sell his stock must, in writing, offer it to sale to said corporation and if the corporation refuses to buy same, stockholder may not sell stock on terms more advantageous to the buyer than those described in the written offer to sell to the corporation; corporation has thirty (30) days following receipt of said written offer to sell in which to purchase same and if it has not done so at the expiration of said thirty (30) days stockholder may sell said stock to any person; written offer to sell to said corporation must contain all of the terms upon which stockholder is offering to sell such stock including price and payment terms."

Article VII

The Articles of Incorporation of this corporation may be amended in the manner and as authorized by the laws of the State of Idaho.

Article VIII

In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors of this corporation, by two-thirds (2/3) vote of the Board, may:

(a) Remove at any time any officer of the corporation elected or appointed.

(b) Repeal or amend the By-laws of the corporation or adopt new By-laws.

(c) Authorize and cause to be executed mortgage, liens or other encumbrances upon the real and personal property of the corporation.

(d) Set apart out of corporate funds available for dividends a reserve or reserves for depreciation and business losses of any kind or to otherwise use any of such reserves as allowed under the laws of the State of Idaho.

(e) When authorized, or subsequently ratified, by affirmative vote of the holders of two-thirds (2/3rds) of the issued and outstanding stock of the corporation, the Board of Directors may sell, lease or exchange all of the assets of the corporation upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock of another corporation, as the Board of Directors may deem expedient and for the best interests of this corporation.

(f) To determine the amount and date of payment of any dividend upon issued stock of the corporation, such dividends to be payable from any corporation funds which may be lawfully used for that purpose.

Article IX

The private property of the shareholders of this corporation shall not be subject to the payment of the corporate debts of this corporation.

Article X

The names of the incorporators and the amount of capital stock subscribed by each are as follows:

<u>Names</u>	<u>Residence</u>	<u>Shares Subscribed</u>
Leo Ruwe	2935 N. Eagle Road, Meridian Idaho.	1
Janet Ruwe	2935 N. Eagle Road, Meridian Idaho.	1
Marcella Sedlachek	2800 Green Bay Road, Oshkosh, Wisconsin.	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals this
16th day of December, 1974.

Leo C. Ruwe

Janet Ruwe

Marcella Sedlachek

STATE OF IDAHO)
) ss
County of Ada)

On this 16th day of December, 1974, before me, a Notary Public
in and for said State, personal appeared Leo Ruwe, Janet Ruwe known to
me to be the persons whose names are subscribed to the foregoing Articles
of Incorporation, 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 first above written.

Craig B. Marcus
Notary Public for Idaho
Residing at Boise, Idaho

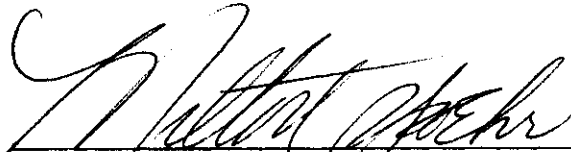
(SEAL)

STATE OF WISCONSIN)
) ss
County of Green Lake)

On this 28th day of December, 1974, before me, a Notary
Public in and for said s^tate, personally appeared Marcella Sedlachek, known

to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that she executed the same.

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


Notary Public for Wisconsin
Residing at *Berlin, Wisconsin*

My commission ~~expires~~: *is permanent*

(SEAL)

NOTARY PUBLIC GREEN LAKE COUNTY, WISCONSIN
MY COMMISSION IS PERMANENT.