



**Department of State.**

**CERTIFICATE OF AMENDMENT  
OF**

**LITHOUSE, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

**LITHOUSE, INC.**

duly signed and verified pursuant to the provisions of the Idaho Nonprofit Corporation Act, have  
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of  
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles  
of Amendment.

Dated March 24, 19 83.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
LITEHOUSE, INC.

Articles of Amendment to the Articles of Incorporation of LITEHOUSE, INC., are herein executed in duplicate by said Corporation, pursuant to the provisions of Sections 30-1-61 and 30-1-62 of the Idaho Business Corporation Act, as follows:

1. The name of the Corporation is "LITEHOUSE, INC."
2. The amendment to the Articles of Incorporation of said Corporation is as follows:

ARTICLE V of the Articles of Incorporation of LITEHOUSE, INC. shall be amended to create a new class of voting preferred stock and of nonvoting common stock, by renumbering the paragraphs contained in Article V and adding additional provisions to said Article, as follows:

ARTICLE V.

1. The authorized capital stock of the Corporation shall consist of three classes of stock, as identified and described and having the rights, preferences and limitations set forth in this Article.

2. Twenty-five thousand (25,000) shares, each with a par value of One Dollar (\$1.00), and all of a class to be known as common stock. Such common stock shall be voting stock. Each share

of said common stock shall be entitled to one (1) vote.

3. One thousand shares of Class A preferred stock, with a par value of Sixty Dollars (\$60.00) per share, amounting in the aggregate to Sixty Thousand Dollars (\$60,000.00), having the following privileges, rights, preferences and limitations:

(a) Voting Rights. All shares of Class A preferred stock shall be voting shares, until such time as the voting rights are terminated as set forth herein. Each outstanding share shall be entitled to one (1) vote, and the holders of Class A preferred stock shall vote together with the holders of voting common stock as one class on all matters.

(b) Termination of Voting Rights. All voting rights of Class A preferred stock shall automatically terminate, and such stock shall become nonvoting, immediately upon the death of the survivor of the original holders of such stock. No other change in the privileges, rights, preferences or limitations applying to Class A preferred stock shall occur at the time of termination of voting rights.

(c) Dividend Rights. Holders of Class A preferred stock shall be entitled to receive, as and when declared by the Board of Directors of the Corporation, yearly dividends at a rate equal to twelve percent (12%) of par value per share per annum, and no more (Class A preferred stock being nonparticipating), payable quarterly on such dates as shall be determined by the Board of Directors of the Corporation, to shareholders of record on such dates for the payment period just ended, with adjustment for any dividend period which encompasses less or more than the quarter of a year.

Dividends on the shares of Class A preferred stock shall be cumulative. No dividend shall be paid upon or set apart for, and no other similar distribution shall be made on account of, any shares of voting common stock or of Class B nonvoting common stock in any fiscal year of the Corporation, unless the full dividend on all shares of then outstanding Class A preferred stock for all past dividend periods and for the then current dividend year shall have been or concurrently shall be paid, or declared and a sum sufficient for the payment thereof set apart, it being intended that all dividends, both current and cumulative, on Class A preferred stock be given preference over dividends to any other class of stock.

The amount of any deficiency for past dividend periods may be paid or declared and set apart at any time without reference to any dividend payment date. No accumulation of unpaid dividends on the Class A preferred stock shall bear interest. Dividends on the shares of Class A preferred stock shall commence to accrue from the date of the original issue of such particular shares and shall accrue from day to day, whether or not earned or declared.

(d) Liquidation Preference.  
In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the holders of Class A preferred stock shall be entitled to receive Sixty Dollars (\$60.00) per share, together with all unpaid accumulated dividends thereon (whether or not such dividends shall have been earned or declared), accumulated to and including the day full payment shall be tendered to such holders of Class A preferred stock in connection with such liquidation,

dissolution or winding up, before any distribution of the assets of this Corporation shall be made to holders of either class of common stock, namely, the voting common stock, or Class B nonvoting common stock, or stock of any other class ranking junior as to assets in liquidation to the Class A preferred stock at the time of liquidation, dissolution or winding up.

The holders of Class A preferred stock shall be entitled to no further participation in any distribution of assets in any voluntary or involuntary liquidation, dissolution or winding up of the Corporation.

If upon any liquidation, dissolution or winding up of the Corporation, the assets distributed among the holders of Class A preferred stock shall be insufficient to permit the payment in full of the preferential amount provided for above, then the portion of the assets of this Corporation allocated to Class A preferred shareholders as provided in this subparagraph (d), shall be distributed among the holders of then outstanding Class A preferred stock ratably per share in proportion to the full preferential amount set forth in this subparagraph (d). For purposes of this paragraph, a consolidation and merger of this Corporation shall not be deemed a liquidation, dissolution or winding up.

(e) Redemption. The Corporation shall not be obligated to purchase or redeem any share of the Class A preferred stock.

(f) Nonconvertibility. The Class A preferred shares shall not be convertible into any other class of stock.

4. One thousand (1,000) shares of Class B nonvoting participating common stock with the par value of One Dollar (\$1.00) per share, having the following privileges, rights, preferences and limitations:

(a) Voting Rights. All shares of Class B common stock shall be nonvoting shares.

(b) Dividend Rights. After all accumulated dividends on the Class A preferred shares shall have been fully paid or set apart for payment, and after full dividends on the Class A preferred shares for the current and all preceding dividend periods of the current fiscal year shall have been paid or set apart for payment, holders of Class B nonvoting common stock shall be entitled to receive yearly dividends at a rate equal to Nine Dollars (\$9.00) per share per annum, payable quarterly on such date as the Board of Directors shall direct, to shareholders of record on such dates for such payment period just ended, with adjustment for any dividend period which encompasses less or more than a full one quarter of a year. In addition to such dividends, at the rate of Nine Dollars (\$9.00) per share per annum, the holders of Class B nonvoting common stock shall have the right to participate share for share with the holders of the voting common stock of the Corporation in any additional dividends paid or set apart for payment in such fiscal year, when and as such dividends shall be declared by the Board of Directors.

Dividends on the shares of Class B nonvoting common stock shall be cumulative. No dividend shall be paid upon or set apart for, and no other similar distribution shall be made on account of, any shares of the voting common stock, unless full dividends on all

shares of the then outstanding Class B nonvoting common stock for all past dividends periods shall have been paid, or declared and a sum sufficient for the payment thereof set apart, and the full dividend for the then current dividend period shall have been or concurrently shall be paid, or declared and a sum sufficient for the payment thereof set apart.

The amount of any deficiency for past dividend periods may be paid or declared and set apart at any time without reference to any dividend payment date. No accumulation of unpaid dividends on the Class B nonvoting common stock shall bear interest. Dividends on the shares of Class B nonvoting common stock shall commence to accrue from the date of the original issue of such particular shares and shall accrue from day to day, whether or not earned or declared.

Nothing contained in this subparagraph (b) shall be construed to mean that this class of nonvoting common stock is prior in preference to the current or accumulated dividend rights of holders of Class A voting preferred stock.

(c) Liquidation Rights. In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the holders of Class B nonvoting common stock shall be entitled to receive and be paid all the remaining assets of the Corporation on the same basis as the holders of the voting common stock on a per share basis, after payment in full to the holders of Class A voting preferred shares of the Corporation of the sums which such holders are in such case entitled to receive.

(d) Redemption. The Corporation shall not be obligated to

purchase or redeem Class B non-voting common stock.

(e) Convertibility. The Class B nonvoting common stock shall not be convertible into any other class of stock.

5. Except as provided herein, any and all dividends shall be payable only from unreserved and unrestricted earned surplus or from unreserved and unrestricted net earnings of the Corporation for the current fiscal year and the fiscal year next preceding it taken as a single period. In addition, the Board of Directors may, from time to time, pay current or cumulative dividends in part or in whole from capital surplus of the Corporation provided that no such distribution shall be made at a time when the Corporation is insolvent or when the distribution would render the Corporation insolvent; and further provided that no such distributions shall be made to the holders of Class B nonvoting common stock and/or of the voting common stock, which would reduce the remaining net assets of the Corporation below the aggregate preferential amount payable in event of the liquidation, dissolution or winding up of the Corporation to the holders of Class A voting preferred stock; and further provided that each such distribution shall be identified as a distribution from capital surplus and the amount per share disclosed to the shareholders receiving the same.

6. The holders of any class of stock of this Corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation; nor shall stock of this Corporation of any class be liable to assessment for any purpose.



3. The date of the adoption of said amendment by the Shareholders of the Corporation is March 2, 1983.

4. The number of shares outstanding of said Corporation is three thousand (3,000) shares, of which all three thousand (3,000) are entitled to vote.

5. The number of shares voting for and against said amendment, respectively, were as follows:

For Amendment	3,000 Shares
Against Amendment	0 Shares

6. It is intended that, following the amendment to the Articles of Incorporation, certain stock of the Corporation shall be exchanged and cancelled as follows: One thousand (1,000) shares of the presently issued voting common stock will be exchanged in part for one thousand (1,000) shares of the newly authorized Class A preferred stock and in part for three hundred thirty-four (334) shares of the newly authorized Class B nonvoting common stock, having a total fair market value equal to the one thousand (1,000) shares of voting common stock which is exchanged therefor. The one thousand (1,000) shares of presently issued voting common stock exchanged will be cancelled by the Corporation following the exchange.

7. The amendment to the Articles of Incorporation provided for herein increases the stated capital of the Corporation in the following manner:

<u>Description</u>	<u>Total Stated Capital</u>
A. 25,000 shares of \$1.00 par value common stock, currently authorized, are retained	\$ 25,000.00
B. 1,000 shares of \$60.00 Class A preferred stock are authorized by this Amendment	\$ 60,000.00
C. 1,000 shares of \$1.00 par value Class B nonvoting common stock are added by this Amendment	<u>\$ 1,000.00</u>
Total stated capital following amendments	\$ 86,000.00
Total previously-stated capital	\$ 25,000.00

DATED this 2nd day of march, 1983.

LITEHOUSE, INC.

By Edward W. Hawkins, Sr.  
EDWARD W. HAWKINS, SR.  
President

By Lorena Hawkins  
LORENA HAWKINS  
Secretary

STATE OF Idaho )  
County of Bonner ) :ss

EDWARD W. HAWKINS, SR., being first duly sworn on oath,  
deposes and says:

That ~~he~~ is the President of LITEHOUSE, INC.; that he  
has read the foregoing Articles of Amendment to Articles of  
Incorporation, knows the contents thereof and believes the  
same to be true and correct to the best of his knowledge.

Patricia A. Spelman  
Notary Public in and for the State  
of Idaho, residing at Clark Fork

My Commission Expires Nov 83