



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

JOHNSON-ANDERSON MORTGAGE CO.

a corporation duly organized and existing under the laws of **Colorado** 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 **10th** day of **May**

1965, a properly authenticated copy of its articles of incorporation, and on the **10th** day of **May** **1965**, a designation of **T. H. Eberle or W. C. Roden** in the County of **Ada** 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 **10th** day of **May**, **1965**, A.D. 1965.

Secretary of State.



OFFICE OF THE SECRETARY OF STATE

UNITED STATES OF AMERICA, ss. CERTIFICATE.
STATE OF COLORADO.

*I, Byron A. Anderson, Secretary of State
of the State of Colorado, do hereby certify that*

the annexed are full, true and complete copies of articles of incorporation and articles of amendment of

JOHNSON-ANDERSON MORTGAGE CO.

as filed in this office and admitted to record.

. IN TESTIMONY WHEREOF I have hereunto
set my hand and affixed the Great
Seal of the State of Colorado, at the
City of Denver, this Twenty-Second -
day of April 1965.

Byron A. Anderson
By *Ted Dach*
SECRETARY OF STATE
DEPUTY.

ARTICLES OF INCORPORATION

OF

JOHNSON-ANDERSON MORTGAGE CO.

KNOW YE ALL MEN BY THESE PRESENTS: That We, ALBERT L. JOHNSON, EDWARD J. DEIPSEY and T. W. ANDERSON, all citizens and residents of the State of Colorado, desiring to associate ourselves together as a corporation for the objects hereinafter set forth under and by virtue of the laws of the State of Colorado do hereby make, sign and acknowledge in triplicate this certificate.

I.

The name of this said corporation shall be

JOHNSON-ANDERSON MORTGAGE CO.

II.

OBJECTS

The objects and purposes for which this company is organized are as follows:

(a) To take, buy, purchase, exchange, hire, lease or otherwise acquire real estate and real property, either improved or unimproved, and any interest or right therein and to hold, own, control, manage and develop the same.

(b) To erect, construct, maintain, improve, rebuild, alter, manage and control, either directly or through the ownership of stock in any other corporation, any and all kinds of buildings, stores, offices or other structures or erection.

(c) To buy and sell real and personal property and to engage in the brokerage business buying and selling and dealing in real and personal property on commission or otherwise, together with the right to negotiate for and make and execute loans secured by mortgages, deed of trust, notes, bonds, debentures or other evidence of indebtedness either for said corporation or for any other person or persons or corpor-

ation or corporations and to act as principal or agent in the making and processing of such loans.

(d) To lay out, plat, subdivide or design tracts of land and dedicate the same.

(e) To acquire, own, hold, lease or rent such real and personal property as may be necessary or convenient for the transaction of its business and to sell and dispose of the same.

(f) To purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of capital stock, notes, bonds, debentures or other evidences of indebtedness or royalties of any other corporation or corporations and while the holder thereof to exercise all the rights and privileges of ownership, including the right to vote shares of stock so owned and held.

(g) To borrow money and contract debts and issue bonds, promissory notes, or other evidences of indebtedness for money borrowed and to provide that any mortgage or deed of trust executed by it shall cover all or any part of its property and that the bonds and other evidences of indebtedness to be issued thereunder shall be issued subject to such terms and conditions as shall be specified therein.

(h) This corporation shall have power to conduct business in other states, the District of Columbia, the territories and colonies of the United States and in foreign countries, and to establish, create and maintain dealers, distributors and agents of products and equipment; to hold, purchase, mortgage and convey real and personal property out of this state.

(i) This corporation shall have and exercise all powers necessary to do all things proper and requisite in addition to those herein enumerated for the purpose of carrying into effect the objects and purposes contemplated

hereby, not inconsistent with the laws of the State of Colorado.

III.

TERM OF EXISTENCE

This corporation shall have perpetual existence from the date of the filing of this certificate in the office of the Secretary of State in the State of Colorado.

IV.

CAPITAL STOCK

The capital stock of this company shall be One Hundred Thousand Dollars (\$100,000.00) divided into One Thousand (1,000) shares, of the par value of One Hundred Dollars (\$100.00) each. Such stock may be issued for labor done, services rendered or money or property actually received by or invested in the business of said corporation. Said stock shall be fully paid and non-assessable. Cumulative voting shall not be allowed.

V.

DIRECTORS

The affairs and management of said corporation shall be managed by a Board of five (5) directors, and

Albert L. Johnson
Edward J. Dempsey
T. W. Anderson

T. O. Bradbury
Clarence L. Bartholic

shall be the Directors for and during the first year of the existence of the company and until their successors are duly elected and qualified.

VI.

PLACE OF BUSINESS

The principal office of said company shall be kept in the City and County of Denver, State of Colorado, and the books of the company shall be kept at the office of the said company at Denver, Colorado.

VII.

BY-LAWS

The Board of Directors shall have power to make such

by-laws as they deem proper for the management of the affairs of this said corporation, not inconsistent with the laws of the State of Colorado and these Articles of Incorporation, and shall have the right to alter, amend and repeal the same. IN WITNESS WHEREOF, the incorporators above named have hereunto set their hands and seals this 31st day of March, A.D. 1950.

Albert G. O'neal (SEAL)

Edmund J. Murphy (SEAL)

J. W. Anderson (SEAL)

STATE OF COLORADO }
City and County of Denver } ss.

I, GERTRUDE M. METZGER, a Notary Public within the City and County and State aforesaid, do hereby certify that ALBERT L. JOHNSON, EDWARD J. DEMPSEY and T. W. ANDERSON, who are personally known to be the persons whose names are subscribed to the foregoing Articles of Incorporation, appeared before me this day in person and severally acknowledged that they signed, sealed and delivered said instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 31st day of March, A. D. 1950.

My commission expires January 29, 1952.

Gertrude M. Metzger
Notary Public

DOMESTIC

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

JOHNSON-ANDERSON MORTGAGE CO.,
(Name of Corporation) , a corporation

organized and existing under the laws of the State of COLORADO,
hereby certifies that, pursuant to a duly adopted resolution of its board of directors,
the address of the registered office of the corporation in the State of Colorado shall
be 1824 Lincoln Street, Denver 3, Colorado

that the registered agent of the corporation whose business address is identical with such registered office, shall be E. J. Dempsey; and that the principal place of business of the corporation in Colorado is:

Same as above

IN WITNESS WHEREOF, the undersigned corporation has caused this certificate to be executed in its name by its Vice President, this 21st day of November, 1958.

JOHNSON ANDERSON MORTGAGE CO.
(Name of Corporation)

By E. J. Murphy
(Signature of officer)

STATE OF Colorado)
COUNTY OF Denver)

Before me, Ruth Gregory
a Notary Public in and for the said County and State, personally appeared

E. J. Dempsey who acknowledged before me that he is
the Vice President of Johnson Anderson Mortgage Co.,
(Name of Corporation)
that he signed the foregoing, and that the statements contained therein are true.

In witness whereof I have hereunto set my hand and seal this 21st
day of November, A.D. 1958.

My commission expires **August 11, 1962**

Notary Public

NOTE:

Effective January 1, 1959, each corporation shall have and continuously maintain in the State of Colorado:

(a) A registered office which may be, but need not be, the same as its place of business.

(b) A registered agent, which agent may be either an individual resident, or a domestic corporation, or a foreign corporation authorized to do business in Colorado, having a business office identical with such registered office.