

State of Idaho

Department of State

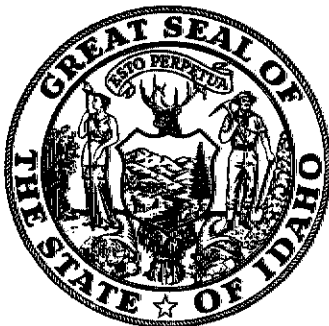
CERTIFICATE OF AMENDMENT OF

NORWEST HOME CENTER NO., INC.
File Number C 101546

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 NORWEST HOME CENTER NO., INC., changing the corporate name to POST FALLS HOME CENTER, INC., duly signed and verified pursuant to the provisions of the Idaho Business 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: August 12, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]* *[Signature]*

AMENDED
ARTICLES OF INCORPORATION

OF

Norwest Home Center No., Inc. hereafter to be known as

POST FALLS HOME CENTER, INC.

THE UNDERSIGNED, shareholders being all the shareholders of record, hereby adopt the following AMENDED ARTICLES of INCORPORATION:

ARTICLE I

NAME

The name of this corporation is: Post Falls Home Center, Inc.

ARTICLE II

DURATION

The duration of this corporation shall be perpetual.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in all lawful business transactions including all activity associated with the purchase and sale of mobile homes and motor vehicles.

ARTICLE IV

POWERS OF THE CORPORATION

This corporation shall have all of the powers granted or allowed by the Idaho Business Corporation Act, as may be amended from time to time, and all of the powers necessary or convenient to effect any or all of the purposes for which this corporation is organized.

ARTICLE V

COMMON STOCK

This corporation shall have authority to issue 10,000 shares of Common Stock, no par value. The authorized and treasury stock of this corporation may be issued at such times, upon such terms and conditions and for such consideration as the Board of Directors shall determine.

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ARTICLE VI

INDEMNIFICATION

This corporation shall indemnify all officers, directors and agents to the fullest extent permitted by Idaho law.

ARTICLE VII

SHAREHOLDER RIGHTS

The shareholders of Post Falls Home Center, Inc. shall have preemptive rights to acquire shares of Post Falls Home Center, Inc.. The shareholders shall have the right to cumulate their shares when electing Directors of this corporation.

ARTICLE VIII

COMMENCING BUSINESS

This corporation shall not commence business until consideration of a value of at least \$1,000.00 has been received for the issuance of shares of Common Stock.

ARTICLE IX

INITIAL OFFICE AND AGENT

The name and address of the initial registered agent of Post Falls Home Center, Inc. is:

John Brent Geddes
111 N.2nd Ste. 303
Coeur d'Alene
Idaho 83814

ARTICLE X

DIRECTORS

The number of Directors shall be not less than one (1). The number of Directors constituting the initial Board of Directors is one (1). Thereafter, the number of Directors shall be determined by the By-laws. The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and qualified, are:

<u>Name</u>	<u>Address</u>
Wendall Anthony Portman	5273 Government Way Coeur d'Alene, Idaho 83814

ARTICLE XI

INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Wendall Anthony Portman	5273 Government Way Coeur d'Alene, Idaho 83814

ARTICLE XII

COMMON DIRECTORS

No contract or other transaction between this corporation and one or more of its Directors or any other corporation, firm association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, or because such Director of Directors are present at the meeting of the Board of Directors, or a committee thereof, which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the vote or consent of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract or transaction is fair and reasonable to the corporation. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

DATED this 2 day of August, 1994

Shareholders:

Wendall Anthony Portman
Wendall Anthony Portman

STATE OF IDAHO)

COUNTY OF KOOTENAI)

ss.

The foregoing instrument was acknowledged before me this 2,
day of August, 1994,
by Wendall Anthony Portman.

[Signature]
NOTARY PUBLIC

My Commission Expires: 1997

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned hereby acknowledges appointment as registered agent in the above Amended Articles of Incorporation.

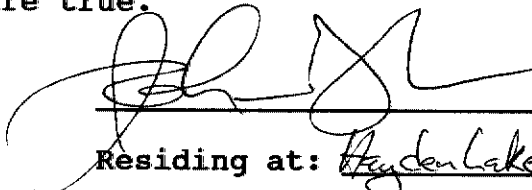


John Brent Geddes

VERIFICATION

STATE OF IDAHO)
) ss
County of Kootenai)

I, John B. Geddes, a notary public, do hereby certify that on the 2nd day of August, 1994, personally appeared before me Wendall Anthony Portman who, being by me first duly sworn, declared that he is the sole shareholder and Director of Norwest Home Center No., Inc., that he signed the foregoing document as the sole shareholder and Director of the corporation, and that the statements therein contained are true.



Residing at: Payden Lake
Commission expires: 1997