

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

SOUTHWEST IDAHO APPRAISAL AND CONSULTING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *January 31, 1986*



*Pete T. Cenarrusa*  
SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF

SOUTHWEST IDAHO APPRAISAL  
and CONSULTING, INC.

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE. NAME. The name of the corporation is Southwest Idaho Appraisal and Consulting, Inc.

ARTICLE TWO. PURPOSE. The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporations Act.

ARTICLE THREE. DURATION. The period of duration of the corporation is perpetual.

ARTICLE FOUR. REGISTERED OFFICE AND REGISTERED AGENT. The address of the corporation's initial registered office in the State of Idaho is 700 North Third East, Post Office Box 691, City of Mountain Home, County of Elmore, State of Idaho, 83647. The name of the corporation's initial registered agent at such address is Jan H. DeGiorgio.

ARTICLE FIVE. STOCK. The total authorized number of par value shares of stock is 10,000. The aggregate par value of total authorized number of par value shares is \$10,000.00.

ARTICLE SIX. NON ASSESSABILITY OF STOCK. The holders 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 be liable to assessment for any purpose.

ARTICLE SEVEN. DIRECTORS. The number of directors constituting the initial board of directors is three (3) and

the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Michael R. McLaughlin	700 North Third East Post Office Box 580 Mountain Home, ID 83647
Jan H. DeGiorgio	700 North Third East Post Office Box 691 Mountain Home, ID 83647
Henry DeGiorgio	1025 North Seventh East Mountain Home, ID 83647

ARTICLE EIGHT. INCORPORATORS. The names and addresses of each of the incorporators and the number of shares subscribed by each are as follows:

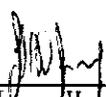
NAMES	ADDRESSES	SHARES
Jan H. DeGiorgio	700 North Third East Post Office Box 691 Mountain Home, ID 83647	8,000
Deborah L. DeGiorgio	1891 Stonetree Drive Post Office Box 403 Mountain Home, ID 83647	1,000
Henry DeGiorgio	1025 North Seventh East Mountain Home, ID 83647	1,000

ARTICLE NINE. OFFICERS. Until the first annual meeting of stockholders and the election and qualification of the officers, the following persons shall serve as the officers: President - Jan H. DeGiorgio; Vice President - Henry DeGiorgio; Secretary/Treasurer - Deborah L. DeGiorgio.

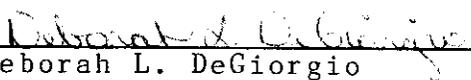
ARTICLE TEN. TRANSFER OF SHARES. No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the board of directors evidenced by a resolution duly passed at a regular meeting of the Board or a special meeting called for that purpose. Every shareholder who desires to sell his stock and every shareholder who for any reason shall cease to be an officer or director, including said shareholder's personal

representative, legatees or assigns, shall be required to make offer, in writing, to the board of directors to sell the number of shares of the capital stock held by him (them) to such person or persons as the board of directors shall designate by a resolution duly passed at and for the same sum per share as is determined by the parties to be the net worth of the corporation divided by the number of shares issued for the said corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 22<sup>nd</sup> day of January, 1986.

  
\_\_\_\_\_  
Jan H. DeGiorgio  
President

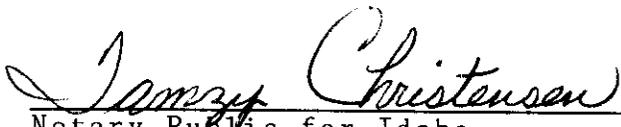
  
\_\_\_\_\_  
Henry DeGiorgio  
Vice President

  
\_\_\_\_\_  
Deborah L. DeGiorgio  
Secretary/Treasurer

STATE OF IDAHO,        )  
                              ) ss.  
COUNTY OF ELMORE    )

On this 22<sup>nd</sup> day of January, in the year 1986, before me, the undersigned, a Notary Public in and for the State, personally appeared JAN H. DEGIORGIO, HENRY DEGIORGIO and DEBORAH L. DEGIORGIO, known to me to be the persons whose names are subscribed to the foregoing 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.

  
Notary Public for Idaho  
Residing at Mtn. Home, Idaho  
My Commission Expires: 1-10-1991