

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

FARM BUREAU FINANCE COMPANY

I, PETE T. CENARENSA, Secretary of State of the State of Idaho hereby, certify that
duplicate original of _____ Articles of Incorporation of _____

FARM BUREAU FINANCE COMPANY

duly signed and verified in accordance with the provisions of the Idaho Business Corporation Act, have
been received in this office and are in conformity with law.

ACCORDINGLY, I, as Secretary of State, as authorized in me by law, I issue this Certificate of
Amendment to the _____ of said _____ hereto a duplicate original of the Articles
of Amendment.

Dated

January 31

19 90



Pete T. Cenarena

SECRETARY OF STATE

Corporation Clerk

RESTATED ARTICLES OF INCORPORATION
OF
FARM BUREAU FINANCE COMPANY

RECEIVED
SEC. OF STATE

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These restated Articles of Incorporation, together with the designated amendment supercede the original Articles of Incorporation and all amendments thereto. Except for the designated amendments, the Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Articles of Incorporation as before amended.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being bona fide residents of the state of Idaho, do hereby associate ourselves for the purpose of forming a corporation under the laws of the state of Idaho, and we do hereby certify:

I

That the name of this corporation shall be FARM BUREAU FINANCE COMPANY.

II

The purposes for which this corporation is formed are as follows:

(a) To accumulate and lend money, to engage in and carry on the business of making loans of money, with or without taking security, and to carry on a general finance business, including insurance policy premium financing.

(b) To purchase, hold, sell, loan, discount or rediscount, or otherwise deal with, notes, drafts, all forms of claims paper, or other evidences of indebtedness, or of contract.

(c) To make loans and to make collections on first and other mortgage security, or other forms of security, whether pertaining to real estate, personal property, or otherwise; to negotiate any of such to others; and to sell, lend, purchase, or otherwise dispose of, any of the payment to others, including the full right to guarantee loans, contracts, or other agreements or evidences of indebtedness for its own corporation or for any other person, firm or corporation.

(d) To collect the payment or payments on any loans, contracts, agreements or other evidences of indebtedness or of contract, and to hold any such collections and distribute any of the same in accordance with any contract or agreement.

(e) To charge for any service rendered, duty performed, or act done, in or concerning any of the powers or authorities which may be lawfully exercised hereto.

(f) To purchase, hold and use from time to time, as it may see fit, any shares of its own stock, using for such purpose any part of its surplus, but while this corporation holds the same, it shall not be entitled to vote such stock or receive dividends thereon.

(g) To purchase, hold, acquire and sell stock in any other corporation or corporations.

(h) To acquire, hold, sell and dispose of all necessary property, both real and personal, to carry out the objectives herein stated.

(i) To borrow money and execute notes and mortgages therefor, and to lend money and take notes and mortgages to secure the repayment of the same.

(j) To do all things incident to or connected with any of the aforesaid purposes which might further and aid the purposes and objectives set forth above.

(k) To transact any or all lawful business for which corporations may be incorporated.

III

The period of existence of this corporation shall be perpetual.

IV

The location and post office address and registered office of this corporation shall be Pocatello, Bannock County, State of Idaho.

V

The business and prudential affairs of this corporation shall be managed by a Board of Directors, consisting of not less than nine (9) nor more than fifteen (15) Directors, the number thereof to be determined in the form and manner as set forth in the By-Laws of this corporation, the said Directors need not be stockholders of said corporation.

VI

The amount of the total authorized capital stock of this corporation shall be Three Million Dollars (\$3,000,000.00) divided as follows:

- A. COMMON STOCK: Two million five hundred thousand (2,500,000) shares of the par value of Forty Cents (40¢) per share, said shares to be designated as Common Class A stock.

Two million five hundred thousand (2,500,000) shares of the par value of Forty Cents (40¢) per share, said shares to be designated as Common Class B stock.

Said shares of Common Class A stock and Common Class B stock are to be alike in all respects, except that the Common Class A stock shall be voting stock and the Common Class B stock shall be non-voting common stock.

The privileges, restrictions and qualifications of Common Class A stock and Common Class B stock shall be equal with the following exception, that the holders of the Common Class B stock shall have no voting power whatsoever with respect to their holdings of Common Class B stock, nor shall they be entitled to receive notice of any of the meetings of the shareholders.

- B. PREFERRED STOCK: Ten thousand (10,000) shares of the par value of \$100 per share, said shares to be designated as preferred stock and shall be seven per cent (7%) cumulative dividend stock with preferred rights on liquidation, the privileges, restrictions and qualifications of preferred stock to be as follows:

The holders of the preferred stock shall be entitled to receive, when and as declared by the Board of Directors of the corporation, out of any assets of the corporation available for dividends pursuant to the laws of the State of Idaho, preferential dividends at the rate of seven per cent (7%) per annum of the par value thereof per share per annum, payable on such days as may be determined by the Board of Directors, and before any dividend shall be declared or paid upon or set apart for the common stock. Such dividends upon the preferred stock shall be cumulative from the date of the issue thereof, so that if dividends for any past dividend period, at the rate of seven per cent (7%) per annum of the par value thereof per share, per annum, shall not have been paid thereon, or declared, a sum sufficient for payment thereof set apart, the deficiency shall be fully paid or set apart but without interest, before any dividend shall be paid upon or set apart for the common stock. Whenever the full dividend upon the preferred stock for all past dividend shall have been paid, and the full dividend thereon for the then current dividend period shall have been paid or declared and a sum sufficient for the payment thereon shall be set apart, dividends upon the common stock may be declared by the Board of Directors, out of the remainder of the assets available therefore.

In the event of any liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the holders of the preferred stock shall be entitled, before any assets of the corporation shall be distributed among or paid over to the holders of the common stock, to be paid One Hundred Dollars (\$100.00) per share, together with a sum of money equivalent to the dividends at the rate of seven per cent (7%) per annum on the par value thereof from the date upon which dividends thereon become cumulative to the date of payment thereof, less the amount of dividends theretofore paid thereon. After the making of such payments to the holders of the preferred stock, the remaining assets of the corporation shall be distributed among the holders of the common stock alone, according to the numbers of shares held by each. If, upon liquidation, dissolution or winding up, the assets of the corporation distributable as aforesaid among the holders of the preferred stock shall be insufficient to permit the payment to them of said amount, the entire assets shall be distributed ratably among the holders of the preferred stock.

The holders of the preferred stock shall not be entitled to vote with respect to their holdings of preferred stock, nor shall they be entitled to receive notice of any of the meetings of the shareholders.

The holders of preferred stock shall be entitled to share in any special dividend, in addition to the seven per cent (7%) preferential dividend, as may be declared by the Board of Directors and upon such terms and conditions as provided by the Board of Directors.

VII

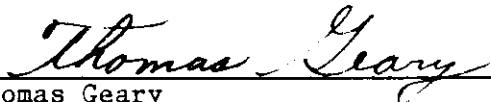
The amount of capital stock that has been actually subscribed by the following named persons and the amounts subscribed by each is as follows, to-wit:

Mr. L.B. Martin, Caldwell, Idaho, One (1) share Common Class A, \$10.00

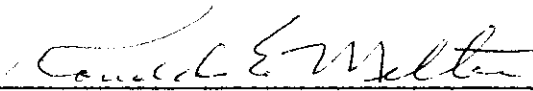
Mr. Lloyd D. Browning, Pocatello, Idaho, One (1) share Common Class A, \$10.00

Mr. Eldon L. Lower, Pocatello, Idaho, One (1) share Common Class A, \$10.00

IN WITNESS WHEREOF, we, the undersigned, being of lawful age and citizens of the United States, have hereunto set our hands and seals this 26 day of January, 1990.

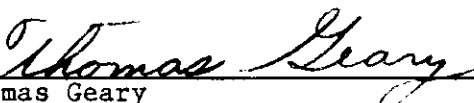

Thomas Geary


William W. Brown

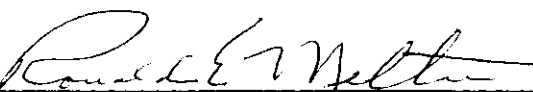

Ronald E. Melton

STATE OF IDAHO)
) SS.
County of Bannock)

Thomas Geary, William W. Brown and Ronald E. Melton, first being duly sworn, depose and say: They are respectively the President, Secretary and Executive Vice President of Farm Bureau Finance Company. They have read the foregoing Restated Articles of Incorporation, know the contents thereof, and certify the same as a true copy of the Restated Articles of Incorporation of Farm Bureau Finance Company. These Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Articles of Incorporation as heretofore amended and the Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.


Thomas Geary


William W. Brown


Ronald E. Melton

EXECUTED IN DUPLICATE

SUBSCRIBED AND SWORN before me this 26 day of January, 1990.

(SEAL)

Richard D. Petersen
Notary Public for the State of Idaho
Residing at: Pocatello, Idaho
My term expires: Aug 1992

