

# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ~~ARNOLD WILBURN~~ **PETE T. GENAREUSA**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

#### **SUNRISE INVESTMENT COMPANY**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **15th** day of **October** 19**71**, original articles of amendment, as provided by Section **s** of the Idaho Code, reducing the authorized capital to \$5000.00

and that the said articles of amendment contain the statement of facts required by law, and are **to be** recorded on ~~Film No.~~ **microfilm** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **15th** day of **October**, A. D., 19 **71**.

Secretary of State

ARTICLES OF REDUCTION OF CAPITAL STOCK AND AMENDMENT OF  
ARTICLES OF INCORPORATION  
TO  
SUNRISE INVESTMENT COMPANY

These Articles of Reduction of Capital Stock and Amendment of Articles of Incorporation of Sunrise Investment Company, an Idaho corporation, and the following certificate, are hereby made and executed pursuant to Sections 30-146, 30-147, 30-148 and 30-149 of the Idaho Code, for the purpose of reducing the authorized capital stock of Sunrise Investment Company, an Idaho corporation, and to amend the Articles of Incorporation of said corporation accordingly.

The undersigned, William M. Howard, President of said corporation, and Howard Humphrey, Secretary of said corporation, do hereby respectively certify as follows:

I

That a meeting of all of the stockholders of Sunrise Investment Company, an Idaho corporation, was held on January 18, 1971, at the principal office of the corporation at Boise, Ada County, Idaho, pursuant to notice of said meeting duly served upon all of the stockholders of said corporation according to law and pursuant to call and waiver of notice signed by all of the stockholders and which notice and call and waiver were filed in the minute book of the corporation.

II

That at such meeting, the following resolution was presented and upon motion duly made, seconded and unanimously carried, the same was adopted:

Resolved, that Article IV of the Articles of Incorporation be amended to read as follows:

ARTICLE IV

"The total number of shares of stock which this corporation is authorized to issue is five million shares of common stock each share having a par value of \$.001 per share, or a total of \$5,000. The holders of any of the shares of capital stock in the company shall not have any pre-emptive right to subscribe for any issue of stock, whether common stock or preferred stock, or stock of any other class, or for any issue of bonds, notes, or other securities which may be convertible into stock of any class, which the corporation may issue any time in the future."

III

As a result of the foregoing resolution, the corporation shall have authority to issue no shares of stock other than five million shares of common stock, each having a par value of \$.001 per share, or a total of \$5,000 in capital stock.

IV

The only outstanding shares of the corporation are 500,000 shares of common stock having no par value, for which there shall be substituted 500,000 shares of common stock having \$.001 par value, and which is the actual aggregate value of the shares heretofore owned by the sole stockholder of all said outstanding shares of the corporation.

V

Sunrise Investment Company, an Idaho corporation, is presently solvent; that further, the reduction of authorized capital stock of this corporation in accordance with the foregoing resolution will not reduce the fair value of the assets of the corporation to an amount less than the total amount of the debts

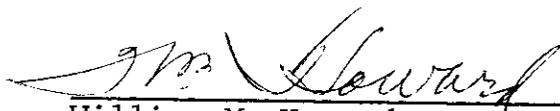
and liabilities of the corporation, plus the amount of its capital stock as so reduced.

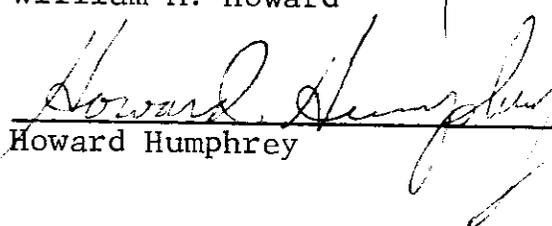
Reduction of the authorized capital stock of the corporation shall have no effect upon any creditor of the corporation, nor upon the State of Idaho.

VI

We further certify that we are the proper officers to execute this certificate, being the President and Secretary of said corporation, respectively, and we therefore execute these Articles of Amendment to the Articles of Incorporation of said corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 25th day of January, 1971.

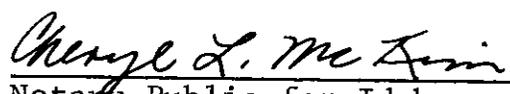
  
\_\_\_\_\_  
William M. Howard

  
\_\_\_\_\_  
Howard Humphrey

STATE OF IDAHO )  
                  ) ss.  
County of Ada )

On this 25th day of January, 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM M. HOWARD and HOWARD HUMPHREY, 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 hereinabove written.

  
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Notary Public for Idaho  
Residing at Boise, Idaho