

State of Idaho



CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that duplicate originals of Articles of Merger of _____

BROADMOOR HOMES OF IDAHO, INC.

into FLINTWOOD HOMES OF IDAHO, 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.

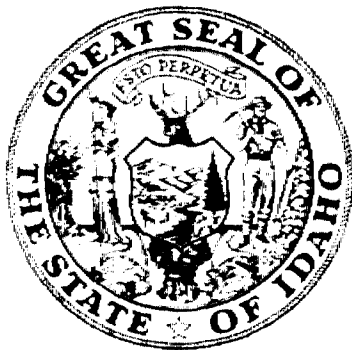
ACCORDINGLY and by virtue, of the authority vested in me by law, I issue this certificate of

Merger

, and attach hereto a duplicate original of the Articles of

Merger

Dated July 21, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF MERGER
OF DOMESTIC CORPORATION

INTO
FLEETWOOD HOMES OF IDAHO, INC.

Pursuant to the provisions of Section 30-1-1 of the Idaho Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into one of such corporations:

FIRST: The following Plan of Merger was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Idaho Business Corporation Act.

PLAN OF MERGER

FIRST: FLEETWOOD HOMES OF IDAHO, INC., a corporation organized under the laws of the State of Idaho, shall merge with and into itself and assume the liabilities and obligations of BROADMORE HOMES OF IDAHO, INC., a corporation organized under the laws of the State of Idaho. The name of the surviving corporation is FLEETWOOD HOMES OF IDAHO, INC.

SECOND: Since all of the issued and outstanding shares of FLEETWOOD HOMES OF IDAHO, INC., the surviving corporation, and all of the issued and outstanding shares of BROADMORE HOMES OF IDAHO, INC., the merging corporation, are owned by FLEETWOOD ENTERPRISES, INC., a Delaware corporation, on the effective date of the merger all of the issued and outstanding shares of BROADMORE HOMES OF IDAHO, INC., the merging corporation, shall be cancelled and no shares of the surviving corporation shall be issued in exchange therefor.

THIRD: The Articles of Incorporation of FLEETWOOD HOMES OF IDAHO, INC. shall be the Articles of Incorporation of the corporation surviving the merger. No changes or amendments shall be made to the Article of Incorporation because of the merger.

FOURTH: The by-laws of FLEETWOOD HOMES OF IDAHO, INC. shall be the by-laws of the corporation surviving the merger.

FIFTH: The directors and officers of FLEETWOOD HOMES OF IDAHO, INC. shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are selected.

SIXTH: The officers of each corporation party to the merger shall be and hereby are authorized to do all acts and things necessary and proper to effect the merger.

SECOND: As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such Plan, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding All of One Class</u>
FLEETWOOD HOMES OF IDAHO, INC.	10,000
BROADMORE HOMES OF IDAHO, INC.	2,500

THIRD: As to each of the undersigned corporations, the total number of shares voted for and against such Plan, respectively, and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such Plan, respectively, are as follows:

<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
FLEETWOOD HOMES OF IDAHO, INC.	10,000	None
BROADMORE HOMES OF IDAHO, INC.	2,500	None

Dated July 1980.

FLEETWOOD HOMES OF IDAHO, INC.

By Glenn F. Kummer
Its Executive Vice President-Operations
and Phil H. Lear
Its Secretary

BROADMORE HOMES OF IDAHO, INC.

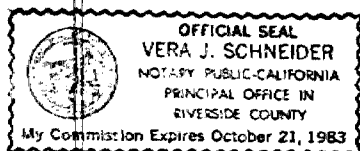
By Glenn F. Kummer
Its Executive Vice President-Operations
and Phil H. Lear
Its Secretary

STATE OF CALIFORNIA)
COUNTY OF RIVERSIDE) ss

I, Vera J. Schneider, a notary public,
do hereby certify that on this 9th day of July, 1980,
personally appeared before me Glenn F. Kummer
who, being by me first duly sworn, declared that he is the
Executive Vice President-Operations of FLEETWOOD HOMES OF IDAHO, INC., that
he signed the foregoing document as Executive Vice President-Operations of the
corporation, and that the statements therein contained are
true.

Vera J. Schneider
Notary Public for California
Residing at: 3125 Myers, Riverside, CA
My Commission Expires: 10/21/83

(Notarial Seal)



STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE)

SS

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he signed the foregoing document as Executive Vice President-
Operations of the
corporation, and that the statements therein contained are
true.

Vera J. Schneider
Notary Public for California
Residing at 3125 Myers, Riverside, CA
My Commission Expires: 10/21/83

