

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

R. F. ENTERPRISES, INC.

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

R. F. ENTERPRISES, 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated August 3, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF DISSOLUTION
OF
R F ENTERPRISES, INC.

Aug 9 2 58 PM '82
SECRETARY OF STATE

TO: The Secretary of State of Idaho

The undersigned directors of R F ENTERPRISES, INC., in compliance with the provisions of 30-1-92 of the Idaho Code, as amended, hereby give notice of the dissolution of the corporation and certify that:

1. The name of this corporation is R F Enterprises, Inc., and its post office address is 721 East Pioneer Drive, Soda Springs, Idaho, 83276.

2. The place of its principal office is 721 East Pioneer Drive in the City of Soda Springs, State of Idaho, 83276.

3. The names and addresses of the last directors of the corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------------|--|
| R. A. Finlayson | 721 East Pioneer Soda Springs, ID 83276 |
| Laura Finlayson | 721 East Pioneer Soda Springs, ID 83276 |
| Kenneth R. Finlayson | 700 East 300 North Soda Springs, ID 83276 |
| James Allan Finlayson | 1054 East Maple Pocatello, ID 83201 |

4. The names and addresses of the last officers of the corporation are:

| <u>NAME</u> | <u>ADDRESS</u> | <u>OFFICE</u> |
|-----------------|--|-------------------------|
| R. A. Finlayson | 721 East Pioneer Soda Springs, Idaho 83276 | President |
| Laura Finlayson | 721 East Pioneer Soda Springs, Idaho 83276 | Secretary/ Treasurer |

| <u>NAME</u> | <u>ADDRESS</u> | <u>OFFICE</u> |
|----------------------|--|----------------|
| Kenneth R. Finlayson | 700 East North Soda Springs, ID 83276 | Vice President |

5. The notice required by Section 30-1-87 of the Idaho Code was given.

6. All debts, obligations and liabilities of the corporation have been paid and discharged, except Note and Deed of Trust with Idaho First National Bank, Note and Mortgage, Note and Security Agreement, and Performance Bond with First Bank & Trust, Note and Deed of Trust with Farm Bureau Finance and loan by R. A. Finlayson and Laura Finlayson to the corporation, and adequate provisions have been made therefor.

7. All the remaining property and assets of the corporation have been distributed among the shareholders in proportion to their respective rights and interests.

8. There are no suits pending against the corporation in any court.

9. The dissolution has received the unanimous written consent of the shareholders and is pursuant to a resolution to dissolve adopted in accordance with Section 30-1-84 of the Idaho Code.

10. A duplicate original of the Resolution to dissolve the corporation is annexed hereto.

DATED This 30th day of July, 1982.

R F ENTERPRISES, INC.

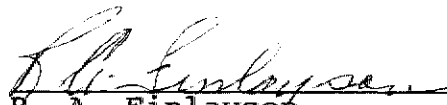
BY *Kenneth R. Finlayson*
President

Laura Finlayson
Secretary-Treasurer

STATE OF IDAHO)
) ss
County of Caribou

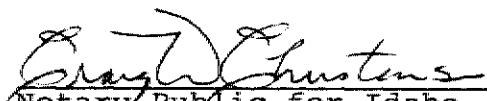
R. A. FINLAYSON, being first duly sworn, deposes and says:

That he is the President of R F Enterprises, Inc.; that he has read the foregoing Articles of Dissolution, knows the contents thereof, and that the facts therein stated are true as he verily believes.



R. A. Finlayson

SUBSCRIBED AND SWORN to before me this 30th day of July,
1982.



Notary Public for Idaho
Residing at POCATELLO Idaho

CERTIFIED COPY OF RESOLUTION
OF
R F ENTERPRISES, INC.

I hereby certify that that the following resolution was unanimously adopted at a special joint meeting of the shareholders and directors of R F Enterprises, Inc., held on July 2, 1982:

RESOLVED: That the following plan of liquidation of R F Enterprises, Inc., be and is hereby adopted:

1. The corporation, by its duly authorized officers, will distribute pro rata to its shareholders, on or before July 30, 1982, all of its assets, subject to any unpaid liabilities with the exception of a reasonable amount of cash to be retained for payment of federal and state taxes in 1982. Each shareholder will agree to assume his pro rata share of the said unpaid liabilities and to accept his interest in the real estate subject to a pro rata portion of the mortgage thereon. Each shareholder will accept his interest in the personal property subject to a pro rata portion of the debt thereon. Each shareholder will surrender all of his stock for cancellation.

2. As soon as possible after the distribution has been made, counsel for the corporation shall file Articles of Dissolution of the corporation with the Secretary of State of the State of Idaho, under 30-1-92 of the Idaho Code. The officers of the corporation are authorized to execute all documents necessary in connection with the dissolution.

3. Within 30 days after the date of this meeting, the accounting firm for the corporation shall file Form 966 with the District Director of Internal Revenue, Ogden, Utah, together with a certified copy of this resolution.

4. Counsel, and the accounting firm for the corporation, shall assist those shareholders who desire to have their gain taxed as provided in Section 333 of the Internal Revenue Code of 1954, for federal income tax purposes, in preparing Forms 964 and in seeing that they are filed with Internal Revenue Service within a period of 30 days from the date of this meeting.

5. The officers and directors of the corporation are empowered, authorized and directed to carry out the provisions of this resolution and to adopt any further resolutions that may be found necessary in liquidating and dissolving the corporation in accordance with the expressed intent of the shareholders and directors under the plan adopted at this meeting.

DATED: _____, 1982.

Secretary