

State of Idaho



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

HOME IMPROVEMENT CO.

a corporation duly organized and existing under the laws of **Washington** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **22nd** day of **November** 19 **63**, a properly authenticated copy of its articles of incorporation, and on the **22nd** day of **November** 19 **63**, a designation of **J.L., W.D. or T.H. Eberlein** the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **22nd** day of **November**, A.D. 19 **63**.

Secretary of State.

United States of America
State of Washington

DEPARTMENT



OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME

I,

Victor A. Meyers

Secretary of State of the

State of Washington and custodian of the Seal of said State, do hereby

certify that the annexed is a true and correct copy of the Articles of Incorporation and all amendments thereto of "Shoreline Investment Company", including Amendatory Articles changing the name to HOME IMPROVEMENT CO., which have been duly filed and recorded in my office in accordance with law; I further certify that HOME IMPROVEMENT CO. has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1964; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation and all amendments to the Articles of said corporation.

*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the State of
Washington. Done at the Capitol, at Olympia,*

this 19th *day of* November *A.D. 19* 63.

Victor A. Meyers

Secretary of State

By *Jean C. Dunker*

Assistant Secretary of State
(Mrs.) Jean C. Dunker,

ARTICLES OF INCORPORATION

AND FILED

OF

SHORELINE INVESTMENT COMPANY

NOTARIAL PUBLIC
J. J. JONES
Notary Public for the State of Washington
My Comm. Expires 12/31/64

We, undersigned, HAROLD A. SMITH, ADA MAY SMITH and
RICHARD H. SMITH, all of whom are citizens of the United
States, hereby associate themselves together for the purpose
of forming a corporation under the Business Corporation Act
of the State of Washington, and to that end agree and declare
as follows:

I

The name of the corporation shall be SHORELINE INVESTMENT
COMPANY.

II

Its purpose shall be to make loans, buy, sell, hold and
otherwise deal in mortgages, real estate and conditional sale
contracts and other securities and evidences of indebtedness
of all kinds; to acquire, hold, sell, dispose of, pledge or
mortgage real estate and personal property of all kinds; to
engage in the building and contracting business, and in general
to transact any business and engage in any form of business
activity determined by its officers or board of directors to be
for the best interest of the corporation to the same extent as
a natural person could do.

III

The duration of the corporation shall be perpetual.

IV

The location and post office address of its registered
office until changed by action of the board of directors shall

1010 1st Avenue, Seattle 5, Washington.

V

The total authorized capital stock of the corporation shall consist of 500 shares of common stock with a par value of \$100.00 per share.

VI

The amount of paid-in capital with which the corporation will begin business is \$10,000.00.

VII

The names and post office addresses of the first directors are:

Harold A. Smith	415 Belmont Ave. North, Seattle, Washington.
Ada May Smith	415 Belmont Ave. North, Seattle, Washington.
Richard H. Smith	415 Belmont Ave. North, Seattle, Washington.

Their terms of office shall be until January 2, 1955.

VIII

The names and addresses of the incorporators are the same as those of the directors named in the preceding paragraph. The number of shares subscribed by each is:

Harold A. Smith	98
Ada May Smith	1
Richard H. Smith	1

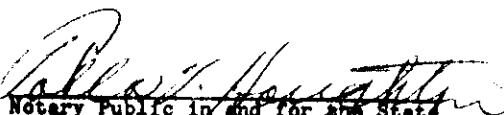
EXECUTED in triplicate this 7th day of September, 1954.

Harold A. Smith
Ada May Smith
Richard H. Smith

CITY OF WASHINGTON)
: ss.
COUNTY OF KING)

On this day personally appeared before me HAROLD A. SMITH,
ADA MAY SMITH and RICHARD H. SMITH, to me known to be the indiv-
iduals described in and who executed the within and foregoing
instrument, and acknowledged that they signed the same as their
free and voluntary act and deed, for the uses and purposes there-
in mentioned.

GIVEN under my hand and official seal this 7th day of
September, 1954.


Notary Public in and for the State
of Washington, residing at Seattle.

ARTICLES OF AMENDMENT

SHORELINE INVESTMENT COMPANY

Whereas, the President and Secretary of
Shoreline Investment Company, a Washington corporation, hereby
call a special meeting of the shareholders of the
corporation held at 518 Central Building, Seattle, Washington,
on January 3, 1955, and duly called upon notice of the specific
purpose, the following resolution was adopted by the unanimous
vote of the holders of all of the voting power of all shareholders
of the corporation:

"RESOLVED that Article I of the Articles of
Incorporation of Shoreline Investment Company are
hereby amended to read as follows:

"1

"The name of the corporation shall be
HOME IMPROVEMENT CO."

IN WITNESS WHEREOF, we have hereunto set our hands and
affixed the seal of the corporation this 3rd day of January, 1955.

Harold G. Smith
President

Edna M. Smith
Secretary

Subscribed and sworn to before me this 3rd day of January, 1955.

Harold G. Smith
Notary Public in and for the State
of Washington, residing at Seattle.

APPROVED
AND FILED

45
LAKE COE
Ray E. Yeoman
Notary Public in and for the State
of Washington, residing at Seattle.

...shall be deemed to be a corporation of this State, and shall be subject to the laws of this State in all respects as if it were so incorporated.

ARTICLE II

Any corporation organized under the laws of any other State, Territory, or foreign country, which shall have its principal office in this State, and which shall be engaged in the business of manufacturing, mining, or agriculture, shall be deemed to be a corporation of this State, and shall be subject to the laws of this State in all respects as if it were so incorporated. Any corporation organized under the laws of any other State, Territory, or foreign country, which shall have its principal office in this State, and which shall be engaged in the business of manufacturing, mining, or agriculture, shall be deemed to be a corporation of this State, and shall be subject to the laws of this State in all respects as if it were so incorporated.

ARTICLE III

Any corporation organized under the laws of any other State, Territory, or foreign country, which shall have its principal office in this State, and which shall be engaged in the business of manufacturing, mining, or agriculture, shall be deemed to be a corporation of this State, and shall be subject to the laws of this State in all respects as if it were so incorporated. Any corporation organized under the laws of any other State, Territory, or foreign country, which shall have its principal office in this State, and which shall be engaged in the business of manufacturing, mining, or agriculture, shall be deemed to be a corporation of this State, and shall be subject to the laws of this State in all respects as if it were so incorporated.

...the merger becoming effective all ...
...and unissued, and all ...
...the issued and outstanding stock, shall be deemed to have
...all thereafter be of no force or effect.

ARTICLE IV

Upon the merger becoming effective, all the property, real,
personal and mixed, of each of the constituent corporations, and
all debts due on whatever account to any of them, including sub-
scriptions for shares and other choses in action belonging to either
of them shall be taken by and be deemed to be transferred to and
invested in the surviving corporation, Home Improvement Co., with-
out further act or deed.

ARTICLE V

The surviving corporation, Home Improvement Co., shall be
responsible for all the liabilities and obligations of each of the
merged corporations, in the same manner as if the surviving cor-
poration had itself incurred such liabilities and obligations; and
the liabilities of the constituent corporations or of their stock-
holders, directors or officers shall not be affected, nor shall the
rights of creditors thereof, or of any persons dealing with the
corporations be impaired by such merger, and any claim, except in
action or proceeding pending by or against either of said constituent
corporations may be prosecuted to judgment as if such merger had not
taken place, or the surviving corporation may be sued therefor.

ARTICLE VI

For all purposes of this agreement, the names of the constituent corporations, the location and post office address of each constituent corporation, its total authorized capital stock and the par value of each share, are as stated in its articles of incorporation and its certificate of incorporation filed with the Secretary of State. The merger shall effect no change in its articles of incorporation or its laws or in its officers or board of directors.

ARTICLE VII

It is hereby certified that the board of directors of each of the constituent corporations above named, at a meeting duly and regularly called and held for that purpose and attended by all of the members of such board of directors, approved the merger herein provided for and authorized the execution of this agreement by unanimous vote.

The merger shall be effective when this agreement is filed in the office of the Secretary of State.

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of each of the above named corporations, have hereunto signed our names and affixed the respective seals of said corporations this 30th day of June, 1960.

[Signature]

Board of Directors of _____ Co.

[Signature]

Board of Directors of _____ Co.

and every officer and director of said corporation, and every officer and director of the corporations above named, certify that on June 30, 1900, the foregoing agreement was submitted to the shareholders of Blakely Construction Co., at a meeting thereof, duly called separately in the manner provided in Section 23.01.280, Revised Code of Washington, for calling shareholders' meetings (each and every shareholder having signed and filed with the Secretary of the corporation a written call and waiver of notice of the meeting) and that the holders of more than two-thirds of the voting power of all shareholders of the corporation voted for adoption of said agreement.

WITNESS my hand and the seal of said corporation this 30th day of June, 1900.

Ada May Smith
Secretary of Blakely Construction Co.

CERTIFICATE OF SECRETARY OF BLAKELY CONSTRUCTION CO.

I, Ada May Smith, Secretary of Blakely Construction Co., one of the merging corporations above named, certify that on June 30, 1900, the foregoing agreement was submitted to the shareholders of Blakely Construction Co., at a meeting thereof, duly called separately in the manner provided in Section 23.01.280, Revised Code of Washington, for calling shareholders' meetings (each and every shareholder having signed and filed with the Secretary of the corporation a written call and waiver of notice of the meeting) and that the holders of more than two-thirds of the voting power of all shareholders of the corporation voted for adoption of said

and the seal of said corporation is set

John May Smith
Secretary of Blakely Construction Co.

The foregoing agreement having been adopted and certified
as above set out, we hereby sign it on behalf of the respective
corporations named therein.

Harold Smith
President of Home Improvement Co.

John May Smith
Secretary of Home Improvement Co.

Harold Smith
President of Blakely Construction Co.

John May Smith
Secretary of Blakely Construction Co.

On this 30th day of June, 1900, before me, the undersigned, Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared HAROLD A. SMITH, to me known to be the President of Blakely Construction Co., the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and he stated that he was authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS my hand and official seal hereto affixed the day and date in this certificate above written.

Wm. H. Houghton
Notary Public in and for the State
of Washington, residing at Seattle.

State of Washington)
County of King) ss.

On this 30th day of June, 1900, before me, the undersigned, Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared HAROLD A. SMITH, to me known to be the President of Blakely Construction Co., the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and he stated that he was authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS my hand and official seal hereto affixed the day and date in this certificate above written.

Wm. H. Houghton
Notary Public in and for the State
of Washington, residing at Seattle.