

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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 original of the articles of incorporation of

THE SKYLINE CORPORATION

was filed in the office of the Secretary of State on the Sixth day of May A.D., One Thousand Nine Hundred Sixty-Light and duly recorded on Film Newicrofilm of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Boise, Idaho in the County of Ada

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 6th day of May , A.D., 1968 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCOPORATION OF THE SKYLINE CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being natural persons of full age and citizens of the United State of America, in order to form a Corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

The name of the Corporation is: THE SKYLINE CORPORATION.

II.

The purposes for which said Corporation is formed are:

(a) the general nature of its business shall be the development of real property, to the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and any franchises, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed, and from time to time to vary any investment or employment of capital of the company and shall be empowered to construct, develop and operate, improvements, utility, recreational or other associations, corporations, or users cooperatives including the right to hold beneficial interests therein, including voting shares or stock, and to do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the laws under which this corporation is organized.

(b) without particularly limiting or restricting any of the powers of the Corporation, the Corporation shall have the power to issue bonds and other obligations and shares of it's capitol stock in payment to property purchased or acquired by it or any other lawful object in and about it's business; to borrow money and to make and issue notes, bonds, debentures and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, and to mortgage or pledge any stocks, bonds or other real and personal property; to make and perform contracts of every description; and to do any and all other things and exercise any and all affairs which a natural person could or would do, and exercise that which may now or hereafter be authorized by law;

(c) to conduct business in this State, or other States, the District of Columbia, the Territories, Possessions, and Dependencies of the United States, and in Foreign countries, and to have one or more offices out of this State.

2 3

1

4

5

7

8

9

10

11

12

13

14 15

16

17

18

19 20

21

22

23

24

25 26

27

28

29

30 31

32

EDWARD A. JOHNSON ATTORNEY-AT-LAW BOISE, IDAHO 3

4

5

6 7

8

9

10 11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26 27

28

29

30

31.

32

The period of existence and duration of the life of this Corporation shall be perpetual.

IV.

The location of the registered office of the Corporation is: 505 West Jefferson Street, Boise, Idaho.

v.

The amount of the Capitol Stock of the Corporation shall be 10,000 shares of one Dollar (\$1.00) par stock, which stock shall be issued fully paid and non-assessable, and shall all be of one class and each stockholder shall be entitled to one vote for each share of stock held by him.

VI.

The names and post office addresses of the Incorporators and the number of shares subscribed by each are as follows:

Name:

Address:

No. of Shares:

Jamice M. Johnson

Boise #2, Farrow St.

10 Shares

Boise, Idaho

A. James Martin

310 Warm Springs Ave. 10 Shares

Boise, Idaho

Edward A. Johnson

Route # 2, Farrow St. 10 Shares

Boise, Idaho

VII.

Management of this Corporation shall be vested in a Board of Directors consisting of three members, who shall be elected by the Stockholders for a term of one year. No person shall be eligible to the office of Director who is not a Stockholder of Record, said Director shall hold office until successors are elected and qualified.

13 \\ 14

20 |

The officers of this Corporation shall be a President, a Vice-President, Secretary and Treasurer. One person may be Secretary and Treasurer, or one person may be Secretary and another Treasurer, at the discretion of the Board of Directors. Such Officers shall be elected by the Board of Directors and the Board of Directors shall elect and appoint such officers and agents as they may deem advisable and define the authority of each and prescribe their duties.

IX.

In furtherance and not in limitation of the powers conferred by law, the Board of Directors are especially authorized:

- (a) to sell, convey, buy, lease, or otherwise acquire, hold, dispose of real and personal property in the name of the Corporation.
- (b) to delegate the authority of the Board in such manner as the Board of Directors may desire to the President or other executive officer or officers of the Corporation.
- (c) to remove at any time any officer elected or appointed by the Board of Directors.
- (d) to amend the By-laws of the Corporation at any regular or special meeting of the Board of Directors called for that purpose.
- (e) to hold, purchase, sell or in any manner deal in or become beneficially interested in the Capitol stock or assets of other corporations, foreign or domestic.

Х.

The frist annual meeting of the Stock Holders for the election of Directors and transaction of other business shall be held at 505 West Jefferson, Boise, Idaho, on the 2nd Monday of May, 1968, and the annual meeting of the Stock Holders shall be held on the 2nd Monday of May each

year thereafter, unless said day is a Holiday in which case the meeting shall be held over to the following day which is not a Holiday, at the hour of 10:00 o'clock A. M., the Board of Directors may by resolution duly adopted thirty (30) days before said annual Stock Holders meeting, change the place of the Stock Holders meeting to be held without the State of Idaho as in any such resolution may be provided.

XL

The vote for election of Directors shall be election conducted in such manner and form as may be provided by law or the By-law of the Corporation.

XII.

Special meetings for the Stock Holders may be called by the Board of Directors or by a Stock Holder in the manner provided by law and the By-laws of the Corporation, and meetings of the Board of Directors may be called by the President or by the Vice-President of the Corporation with notice as required by law.

XIII.

The Board of Directors are expressly authorized without the assent of the vote of the Stock Holders to make, alter, amend or rescind the By-laws of this Corporation.

XIV.

These Articles of Incorporation may be changed, altered and amended at any Stock Holders meeting by the vote of the Stock Holders representing the majority of the Stock present at such meeting.

XV

Private property of the Stock Holders shall not be liable for Corporate debts.

IN WITNESS WHEREOF, we have hereunto set our hands this Malmi Martin STATE OF IDAHO) SS. COUNTY OF ADA) On this 6 day of May, 1968, before me the undersigned Notary Public in and for the County of Ada, State of Idaho, and Janice M. Johnson personally appeared Edward A. Johnson and A. James Martin,/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 above written. Residing at Boise, Idaho -5-