

F05000000059

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

(Business Entity Name)

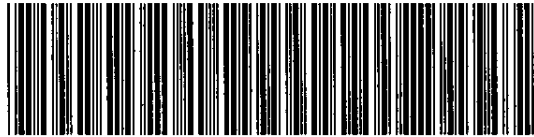
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08 SEP 23 AM 10:38

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

N.C.

SEP 29 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DBSI Housing Inc.
(Name of Corporation)

DOCUMENT NUMBER: F05000000059

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles E. Hassard
(Name of Contact Person)

DBSI Inc.
(Firm/Company)

1550 South Tech Lane
(Address)

Meridian, Idaho 83648
(City/State and Zip Code)

For further information concerning this matter, please call:

Mark Ellison at (208) 955-9806
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F05000000059

(Document number of corporation (if known))

1. DBSI Housing Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Idaho

(Incorporated under laws of)

3. January 5, 2005

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 1, 2008

5. DBSI Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Charles E. Hassard

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

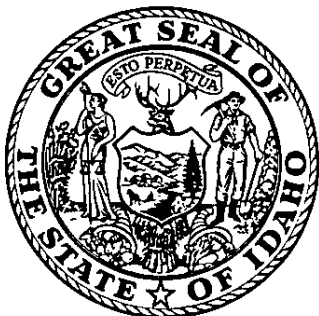
State of Idaho

Office of the Secretary of State

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the annexed is a full, true and complete duplicate of articles of amendment for the following Idaho corporation, received and filed in this office on March 26, 2008 changing the corporate name from **DBSI HOUSING, INC** to **DBSI INC**, under file number C 63238, as appears of record in this office as of this date.

Dated: September 16, 2008



Ben Yursa
SECRETARY OF STATE

By

Quinda McQuinn

FILED EFFECTIVE

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
DBSI INC.**

08 MAR 26 PM 4:49

SECRETARY OF STATE
STATE OF IDAHO

Under the provisions of Sections 30-1-1006 and 30-1-1007 of the Idaho Business Corporation Act, DBSI Housing Inc. has adopted and executes the following Second Amended and Restated Articles of Incorporation:

1. **Name.** The name of the corporation is changed from DBSI Housing Inc. to DBSI Inc.

2. **Authorized shares.** The aggregate number of shares of capital stock which the corporation is authorized to issue is Four Hundred Thousand (400,000) shares of Voting Common Stock having no par value, and One Hundred Thousand (100,000) shares of Nonvoting Common Stock having no par value. Except as provided herein with respect to voting rights, each share of Voting Common Stock and Nonvoting Common Stock issued and outstanding shall be identical in all respects, and no dividends shall be paid on any share of the Voting Common Stock unless the same dividend is paid on all shares of the Nonvoting Common Stock outstanding at the time of such payment.

3. **Registered office and agent.** The registered office of the corporation is 1550 S. Tech Lane, Meridian, Idaho 83642 and its registered agent at that address is Douglas L. Swenson.

4. **Corporate purpose.** The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

5. **Board of Directors.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws.

6. **Voting.** The voting power will be vested exclusively in the Voting Common Stock, and each outstanding share of Voting Common Stock will be entitled to one (1) vote in person or by written proxy at all annual or special meetings of the of the corporation, or on matters in which the shareholders are entitled to vote. Shareholders do not have the right to cumulate their votes for directors.

7. **Indemnification.** The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act,

SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION

IDAHO SECRETARY OF STATE
03/27/2008 05:00
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1 30.00 = 30.00 AMEND PROF # 8
1 20.00 = 20.00 EXPEDITE C # 9

063238

as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

8. **Limitation of Liability.** No director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

DATED effective as of the 1st day of April, 2008.

DBSI INC.

By 
Charles E. Hassard, Secretary

**CERTIFICATE TO BE FILED WITH
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION**

Under the provisions of Section 30-1-1007 and 30-1-1006 of the Idaho Business Corporation Act, DBSI Housing Inc. (the "Corporation") certifies:

1. The name of the Corporation is changed from DBSI Housing Inc., to DBSI Inc.
2. The Second Amended and Restated Articles of Incorporation (the "Amendment") were adopted on March 25, 2008 and shall be effective April 1, 2008.
3. The Amendment was duly approved, as required by Section 30-1-1003 of the Idaho Business Corporation Act, by majority vote of the shareholders at the joint annual meeting of the shareholders and directors of the Corporation held March 25, 2008, upon proper notice, duly delivered to all of the shareholders and all of the directors of the Corporation at which meeting a quorum of the shareholders was present.
4. The Second Amended and Restated Articles of Incorporation consolidate all amendments into a single document and supersede the original article of incorporation and all amendments thereto.

DATED this 25 day of March, 2008.

DBSI INC.

By: 
Charles E. Hassard, Secretary