

STATE OF UTAH.
EXECUTIVE DEPARTMENT.
OFFICE OF
SECRETARY OF STATE

I, Charles S. Tingey, Secretary of State of the State of Utah,
do hereby certify that the foregoing is a full, true and correct
copy of a certified copy of the Articles of Incorporation of the
" GEM STATE LUMBER COMPANY, "

filed in my office August 3rd, 1911,

as appears on file in my office.

(SEAL)

IN WITNESS WHEREOF, I have hereunto set my
hand and affixed the Great Seal of
the State of Utah, this 28th day of
August A. D. 1911. -

C. S. Tingey

Secretary of State.

ARTICLES OF INCORPORATION
of the
GEM STATE LUMBER COMPANY.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned do hereby associate themselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Utah, and for that purpose do hereby agree as follows, to-wit:

1. The name of this corporation shall be "Gem State Lumber Company."

2. The said corporation is organized at Salt Lake City and County, State of Utah.

3. The names of the incorporators and their places of residence, respectively, are as follows, to-wit:

G. L. Curtis,	Clinton, Iowa.
F. H. Hilliard,	Pocatello, Idaho.
H. R. Macmillan,	Salt Lake City, Utah.
J. A. Malia,	Salt Lake City, Utah.
R. H. Butterfield,	Salt Lake City, Utah.

4. The period of duration of this corporation shall be one hundred (100) years, unless sooner dissolved according to the laws of the State of Utah.

5. The pursuit or business agreed upon and the purpose for which this corporation is formed are as follows, to-wit: To carry on and conduct a wholesale and retail lumber business; to acquire, buy, sell, hold and dispose of, and generally deal in lumber of all kinds, including sash, doors, blinds and all manufactured products of lumber and lumber work; to erect and construct buildings of every kind and character, either for the said corporation or as contractors; to carry on a general building and

contracting business; to acquire, buy, hold, sell and dispose of and generally deal in and with paints, oils, glass, brushes, putty and other articles, commodities and materials usually traded in and dealt with in a paint, oil and glass business, and generally to carry on and conduct a wholesale and retail paint, oil and glass business; to acquire, buy, manufacture, prepare, hold, sell, dispose of and deal in cement, plaster, lime, stone, brick, tile, pipe supplies, builders' hardware, prepared roofing, building paper, wall paper and generally carry on and conduct a builders' supply and furnishing business; to acquire, buy, produce, manufacture, prepare, hold, sell, and generally deal in and with wood, kindling, coal, oil, gasoline, fuel, hay, grain, produce, and like articles; to buy, acquire, cut, manufacture, produce, prepare, hold, sell, dispose of and generally deal in timber, logs, building materials of every kind and character; to acquire by purchase or otherwise, timber lands in the United States and elsewhere, and to cut timbers therefrom; to manufacture, sell and dispose of timber and timber products; to acquire by purchase or otherwise saw mills, planing mills, lumber yards, factories and plants, in connection with any of the foregoing and following named lines or branches of business and trade, and to maintain and operate the same or dispose of the same, and to manufacture, hold or sell articles produced thereby and therefrom; to produce, manufacture, and otherwise prepare and deal in and with any materials, appliances, supplies or products which may be used in or in connection with any of the objects aforesaid; to hold, purchase or otherwise acquire, and to sell, assign, mortgage, pledge or otherwise dispose of the shares of the capital stock, bonds, or other evidences of debt incurred or created by other corporations, and while the holder of such stock or bonds, etc., to exercise all the rights and privileges of ownership (including the

right to vote thereon), to the same extent as natural persons might or could do; to apply for, obtain, register, purchase, lease, or otherwise to acquire and to hold, use, own, operate, and introduce and to sell, assign or otherwise to dispose of any trade marks, trade names, patents, inventions, improvements, and processes used in connection with or secured under letters patent of the United States or elsewhere or otherwise, and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade marks, patents, licenses, processes and the like, or any such property or rights; to manufacture, purchase, lease, rent, dispose of and otherwise deal in electricity for lighting and power purposes; to buy and otherwise acquire, hold, operate, rent, lease and dispose of boarding houses and stores; to buy, acquire, rent, lease, hold, improve, dispose of or mortgage real and personal property and effects necessary to conduct and carry on each and all of the foregoing and following named branches of business, and to in every lawful way conduct, maintain, carry on and prosecute a general wholesale and retail lumber, manufacturing, building, contracting, merchandising, commission, warehouse, paint, oil, glass, lime, brick, tile, coal, wood, fuel, cement, plaster, produce electric light and power, timber, logging, and builders' supply business, and generally to purchase, acquire, sell, dispose of and deal in and with materials and supplies usually required for building and improvement purposes, and to do and perform any and every lawful act and thing necessary to fully conduct and carry on any and all the lines of business herein referred to as fully as a natural person might or could do, and to fully carry out the purposes of this corporation.

Without in any particular limiting or restricting any of the objects or powers of the corporation, it is hereby expressly declared and provided that the corporation shall have full power to

issue bonds and other obligations in payment for property purchased or acquired by it, for money borrowed or for any other lawful object in and about its business; to mortgage or pledge any property which may be acquired by it; to loan money and take and hold securities for the payment of the same; to secure any bonds, guarantees or other obligations by it issued or incurred; to guarantee any dividends, bonds, contracts or other obligations; to make and perform contracts of every kind and description, in carrying on its business or for the purpose of attaining or furthering any of its objects, and to do any and all other acts and things, to exercise any and all other powers which now or hereafter may be permitted by law, necessary and lawful to fully carry out the objects herein enumerated or referred to; and it shall have the right and power to carry on and conduct its business under these articles within the State of Utah or elsewhere without the State of Utah, and may maintain agencies, offices, branches, factories, works, yards, stores, warehouses, salesrooms, mills, etc., in any and all parts of the United States and other countries, as the Board of Directors may by resolution or by-law determine upon, and any and all acts of the Board of Directors in acquiring by purchase or otherwise real or personal property for the corporation, or in renting, leasing, improving, or in mortgaging, selling, trading or otherwise disposing of any or all of the real or personal property, or in generally dealing with the property of the corporation shall be valid and binding upon the corporation without any previous authority from or subsequent ratification by the stockholders.

This corporation shall also have power to acquire by purchase or otherwise, and to hold and again dispose of its own capital stock, both common and preferred.

6. The place of the general business of this corporation and where its principal office shall be located is Salt Lake City,

Salt Lake County, State of Utah, but branch offices and places of business as well as agencies and sub agencies, register and transfer offices, yards, stores, mills, plants, etc., may be established, carried on and maintained, and its business generally carried on and conducted elsewhere within or without the State of Utah, as hereinafter provided, as fully and to the same effect as the same can be done within the State of Utah.

7. The amount of the capital stock of this corporation shall be Five Hundred Thousand Dollars (\$500,000.00), divided into Five Thousand (5,000) shares of the par value of One Hundred Dollars (\$100.00) per share; of said capital stock three thousand (3,000) shares thereof, amounting to Three Hundred Thousand Dollars (\$300,000.00), shall be common stock, and two thousand (2,000) shares thereof, amounting to Two Hundred Thousand Dollars (\$200,000.00), shall be preferred stock; from time to time the preferred stock and the common stock may be increased, according to law, and may be issued in such amounts and proportions as shall be determined by the Board of Directors and as may be permitted by law; the holders of preferred stock shall not be entitled to vote said stock and shall have no voice in the management of the business or affairs of the corporation. The capital stock of this corporation shall be non-assessable.

The holders of preferred stock shall be entitled to receive from the surplus or net profits of the corporation yearly dividends at the rate of not more than eight per centum (8%) per annum, payable semi-annually on the dates to be fixed by the Board of Directors at the time of issuing such preferred stock. The dividends on the preferred stock shall be cumulative and shall be payable before any dividend on the common stock shall be paid or set apart; so that if in any year dividends amounting to eight per cent

(8%), or such other rate as shall be fixed by the Board for such preferred stock, shall not have been paid thereon, such dividends shall be payable before any dividends will be paid upon or set apart for the common stock. Whenever the dividend on any such preferred stock shall not be paid on the date or dates provided for in the certificates, such dividend shall draw interest thereafter until paid, at the same rate as provided for in the certificate on the principal sum. Whenever all cumulative dividends on the preferred stock for all previous years shall have been declared and shall have become payable, and the accrued dividends for the current year shall have been declared, and the Company shall have paid such cumulative dividends, the interest due thereon, and such accrued dividends, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof, the Board of Directors may declare dividends on the common stock, payable then or thereafter, upon a date or dates to be fixed by the Board at the time of declaring the dividend, out of any remaining surplus or net profits.

In the event of any liquidation or dissolution or winding up (whether voluntary or involuntary) of the corporation, the holders of the preferred stock shall be entitled to be paid in full both the par amount of their shares and the unpaid dividends and interest accrued thereon, before any amount shall be paid to the holders of the common stock; and after the payment to the holders of the preferred stock of all sums due thereon, the remaining assets and funds shall be divided and paid to the holders of the common stock according to their respective shares.

The corporation may and does hereby reserve the right to purchase, redeem, retire or cancel any or all of the outstanding preferred stock of the corporation, at any time after one year from its said issuance, in such order and in such amounts from time

to time as the Board of Directors may determine, by paying to the respective holders of the stock so retired or by depositing to their order at the office of the corporation a sum or sums equal to the par value of the preferred capital stock so retired or cancelled, together with all cumulative or unpaid dividends and interest thereon, if any; in case of such deposit a written notice thereof shall be given to the respective holders of the stock so retired and cancelled by mailing such notice to such holders at their last known place of abode or business, as shown by the corporate records, and from and after the time of depositing such notice the stock so retired shall not be entitled to any further or additional dividends.

Upon the calling in, redemption, retirement or cancellation of any preferred stock, the number of shares so called in, redeemed, retired or cancelled shall be returned into the treasury, subject to the control of the Board of Directors, and may be re-issued the same as though it had never theretofore been issued, but there shall never be issued and outstanding at any one time more than the full amount or number of shares of preferred stock herein provided for, to-wit, two thousand (2,000) shares of the par value of Two Hundred Thousand Dollars (\$200,000.00).

At the time of issuing the preferred stock the Board of Directors shall by resolution provide the annual rate of interest to be paid thereon semi-annually, and the dates on which payments shall be made, and all certificates of preferred stock issued by this corporation shall plainly show upon their face that the same are preferred, the number of shares and value thereof, the rate of interest, the dates of payment of interest, and that the owners thereof shall have no right to vote said stock and shall have no voice in the management of the business or affairs of the corporation, and that the same or any part thereof may be redeemed, retired, pur-

chased or cancelled by the corporation at any time after one year from the date of its issuance upon call issued pursuant to resolution of the Board of Directors.

The amount of the capital stock of this corporation subscribed for by each of the incorporators, all of which is full a paid common stock, is as follows, to-wit:

G. L. Curtis,	496 shares
F. H. Hilliard,	1 "
H. R. Macmillan,	1 "
J. A. Malia,	1 "
R. H. Butterfield,	<u>1</u> "
Total - -	500 "

The balance of the stock shall be and remain in the treasury as treasury stock, subject to the control of the Board of Directors.

8. The officers of said corporation shall be a Board of Directors, consisting of five (5) members, a President, a Vice-President a Secretary, Assistant Secretary and a Treasurer. The Board of Directors may by resolution or by-law provide for the election of an Executive Committee, consisting of three (3) members, to be elected by the Board of Directors from among its members, and said Board of Directors and said Executive Committee, if one shall be provided for, may elect and appoint such other officers and agents as in its judgment may be proper or necessary for the conduct of the business of this corporation. The Executive Committee shall from among its members select a Chairman, whose title shall be Chairman of the Executive Committee, and who shall have general charge of and supervision over all of the affairs of this corporation while the Board of Directors or Executive Committee are not in session, and his acts shall be reported, and be subject, to the approval of the Executive Committee or the Board of Directors when not previously authorized or directed by the Board. The offices of Secretary and Treasurer, or of Assistant Secretary and Treasurer, may be held by one and the

same person.

9. To entitle a person to hold an office in this corporation such person shall be the owner of at least one (1) share of the common stock thereof, and shall be recorded by the books of the corporation as being such owner at the time of his election. And in the event that any person holding office in this corporation shall at any time subsequent to his election and during his term of office, dispose of all of his stock in this corporation, the Board of Directors may, without notice to him, at any meeting duly and regularly called, whether regular or special, immediately elect his successor.

10. No person shall be elected to the office of President, Vice-President, Treasurer, or member of the Executive Committee, who is not a director of the corporation, but persons elected to other offices in this corporation need not be directors thereof.

11. The term of office of the Board of Directors, President, Vice-President, Secretary, Assistant Secretary, Treasurer, and Chairman of the Executive Committee of this corporation shall be for a period of one (1) year from the time of the general election and until their successors shall be elected and qualified, but all other officers and agents of this corporation shall hold office only during the pleasure of the Board of Directors, Executive Committee, or other appointing officer or agent, provided, however, that the persons hereinafter named as officers of this corporation shall hold office only until the first general election of this corporation, to be held as hereinafter stated, and until their successors shall be elected and qualified.

12. The following named persons, parties to this agreement, shall be the directors and officers of this corporation until their successors have been elected and qualified at the first general election of the corporation to be held as hereinafter stated, to-wit:

G.L.Curtis,
F.H.Hilliard,
H.R.Macmillan,
J.A.Halia,
R.H.Butterfield,

Director and President
Director and Vice-President
Director, Secretary and Treasurer
Director
Director and Assistant Secretary

13. Any vacancy occurring in the Board of Directors or among the other officers chosen by it, shall be filled by the directors at any regular or special meeting of said Board, duly and regularly held. Other vacancies shall be filled by the Board of Directors, Executive Committee or its Chairman.

14. Regular meetings of the Board of Directors shall be held at such time and in such places as the Board shall by resolution or by-laws provide for, and the Board of Directors may by resolution or by-laws provide for holding meetings of the Board of Directors or meetings of the Executive Committee for the transaction of any business of the corporation elsewhere within the State of Utah than at its principal office and at such place or places outside of this State as in the judgment of the Board of Directors may be proper.

15. Special meetings of the Board of Directors may be called by the president or by two members of the Board. Notice of any special meeting must be given at least ten (10) days before holding the same, which notice may be given by personal service thereof on the member, or by depositing the notice in the Post Office of the place from which the call of the meeting is issued at least ten (10) days prior to the time of holding such meeting, which notice must be enclosed in a sealed envelope, with due postage prepaid, and addressed to the director at his address last appearing on the books of the company. All members must be served in one of the ways above provided.

16. At all meetings of the Directors, a majority of the Board shall constitute a quorum, and a majority of those present may transact the business and shall have authority to exercise the corporate powers of the corporation; provided, however, that if by reason of death, resignation or removal there shall be less than a quorum of the Board remaining, the vacancies thus existing may be

filled by two members of the board at any regular or special meeting.

17. Meetings of the Executive Committee may be held at any time after service of notice of such meeting had upon the members of such committee at least ten (10) days prior to the holding thereof; such notice must be served on all members in one of the ways prescribed herein for serving notice on directors of meetings of the Board. Meetings of the Executive Committee may be called at any time by the Chairman or any member of the Committee signing and causing to be served the notice hereinabove referred to, and a majority of the entire Committee shall have authority to exercise the corporate powers of the corporation when the Board of Directors is not in session, and all of its acts shall be reported to the Board of Directors at the first meeting of such Board held subsequent to any meeting of the Executive Committee, at which business is transacted, and the acts of the Executive Committee shall be subject to the approval and ratification or rejection of the Board of Directors, when not previously specially authorized or directed by the Board.

18. The resignation of any officer or director shall be effective when filed in writing with the Secretary, and the vacancy thereby caused shall be filled as herein provided for.

19. Any director, officer or agent may be removed at any general or special meeting of the stockholders upon a majority vote of the common stock represented thereat, either with or without notice; and any officer or agent elected by the Board of Directors or Executive Committee may be removed by such Board or Committee at any meeting where previous notice of intention to make such removal has been given, except that in case of officers or agents elected by the Board or Executive Committee to hold office at the pleasure of the Board or Committee, no previous notice of intention to remove shall be necessary.

20. The annual meeting of the stockholders for the general

election of officers and the transaction of such other business as shall properly come before the meeting, shall be held on the second Tuesday in February, at two o'clock P.M. of said day, in each and every year, at the general office of the corporation in Salt Lake City, Utah.

21. No business shall be transacted at any meeting of the stockholders, either general or special, unless a majority of the common capital stock outstanding is represented, provided, however, that any such meeting may be adjourned to a specified time and place by these present and no additional notice in such event shall be required to validate such adjourned meeting.

22. Stockholders of common capital stock shall be allowed one vote for each share of common stock owned and held by them at all meetings of the stockholders, as shown by the books of the corporation at the time of holding such meeting, and each stockholder may appear and vote either in person or by proxy.

23. Elections of officers shall be by ballot and a majority of the votes cast shall be essential to elect.

24. At the general election of this corporation there shall be annually elected five (5) directors; immediately thereafter, or as soon as a meeting of a majority of those elected directors at such general meeting can be held, such persons shall meet and organize and shall thereupon elect a President, Vice-President, Secretary, Assistant Secretary, Treasurer, Executive Committee, and such other officers or agents as by resolution of the Board of Directors are to be elected by it, and such meeting of the Board of Directors at which it shall elect said officers may be held at the general office of this corporation in Salt Lake City, Utah, or at such other place elsewhere within the State of Utah than at its principal office, or at such place outside of this state, as the Directors by resolution or by-laws theretofore shall have provided as a place where meetings of the Directors may be held for the transaction of any business of the corporation.

25. No public notice need be given of the holding of a stated annual meeting of the corporation, but there shall be mailed to each stockholder of said corporation appearing upon the books of said corporation as a stockholder of common stock, a notice of the time and place of holding such meeting, signed by the Secretary or Assistant Secretary, at least fifteen (15) days prior to such meeting; such notice mailed to a stockholder at the address last shown upon the books of the corporation shall be deemed good and sufficient notice. In case of a vacancy in the office of the Secretary and Assistant Secretary, or their refusal or inability to act, such notice may be signed by the President or any Director.

26. Special meetings of the stockholders of the corporation may be held upon the call of the president or of two Directors, or by any number of stockholders owning not less than one-third ($1/3$) of the common stock, and notice thereof shall be given in the same manner as above prescribed for annual meetings at least ten (10) days prior to the holding of such special meeting. In case of a vacancy in the office of Secretary and Assistant Secretary, or of their refusal or inability to act, the notice may be signed by those calling the meeting. Only the business specified in the notice may be transacted at a special meeting.

27. The private property of the stockholders of this corporation shall not be liable for the debts of the corporation.

28. The Board of Directors shall adopt a code of by-laws for the government of this corporation, and therein shall be prescribed the duties of the officers not herein provided for. Such by-laws may be altered or amended by the Board at any meeting regularly held at which a quorum is present.

29. The Board shall by resolution fix the compensation of all officers of the corporation, including the members of the Executive Committee, and its Chairman.

IN WITNESS WHEREOF the parties to the foregoing agreement have hereunto set their hands this 3rd day of August, 1911.

G. L. Curtis	(Seal)
F. H. Hilliard	(Seal)
H. R. Macmillan	(Seal)
J. A. Malia	(Seal)
R. H. Butterfield	(Seal)

State of Utah,)
) ss
County of Salt Lake.)

G. L. Curtis, F. H. Hilliard and H. R. Macmillan, being first duly sworn, depose and say: That they are three of the incorporators named in the foregoing agreement; that the persons mentioned in and who have executed the said agreement have commenced, or it is bona fide their intention to commence and carry on the business mentioned in said agreement; that affiant verily believes that each party to the agreement has paid or is able to and will pay the amount of the stock subscribed for by him, and that at least ten per cent of the stock subscribed by each stockholder, and not less than ten per cent of the capital stock of the corporation has been paid in.

G. L. Curtis
F. H. Hilliard
H. R. Macmillan

Subscribed and sworn to before me this 3rd day of August, 1911,

Daniel Alexander

My Commission Expires Oct. 27, 1913.

Notary Public

(Seal)

ENDORSED No. 6128. Gem State Lumber Company. Filed in the Clerk's Office, Salt Lake County, Utah. Aug. 3, 1911. Margaret Zane Witcher, County Clerk by J. M. Rasmussen, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE.) ss

I, MARGARET ZANE WITCHER, County Clerk in and for the County of Salt Lake, State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the Articles of incorporation and oath of Incorporators, duly acknowledged, of

GEM STATE LUMBER COMPANY,

as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 3rd day of August, 1911.

(SEAL)

MARGARET ZANE WITCHER, Clerk,

By J. M. Rasmussen,

Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE.) ss

I, MARGARET ZANE WITCHER, County Clerk in and for the County of Salt Lake, State of Utah, do hereby certify that the GEM STATE LUMBER COMPANY.

has duly filed in my office the agreement of Incorporation, duly acknowledged, together with the oath of the incorporators and oath of office of each officer, as required by the Revised Statutes of Utah, 1907.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 3rd day of August, 1911.

MARGARET ZANE WITCHER, County Clerk,

(Seal)

By J. M. Rasmussen,

Deputy Clerk.

ENDORSED:

ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY.

Filed and Certificate issued
this 3rd day of Aug. 1911.

C. S. Tingey,
Secretary of State,
Per J. W. Tingey.

Endorsement

21167

For Record at the request

J. H. Willard

at 30 minutes past 9

o'clock a.m., this 31

day of Aug. 1911

and recorded in Book

of

Records of Bannock County,

State of Idaho

E. G. Gallet

Recorder.

By C. D. Pomeroy

Deputy

Fee 50¢

STATE OF IDAHO.
BANNOCK COUNTY. } ss.

I, E. G. Gallet, Clerk of the District Court, Auditor and Recorder in and for said County and State,
hereby certify the within and foregoing to be a full, true and correct copy of the original Articles
of Incorporation of record or on file in my office.

WITNESS my hand and official seal, this 31st day of August, 1911

E. G. Gallet.
Auditor & Recorder.

By C. D. Pomeroy
Deputy.

7652

STATE OF UTAH

EXECUTIVE
THE
GREAT SEAL
OF
THE STATE OF UTAH
1896
DEPARTMENT

SECRETARY OF STATE'S OFFICE

I, HARDEN BENNION, Secretary of State of the State of Utah, do hereby certify that the attached is a full, true and correct copy of an Amendment to Articles of Incorporation of the

GEM STATE LUMBER COMPANY

as appears on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, this 11th day of September, 1919.

HARDEN BENNION
Secretary of State

By
Jerrold R. Litcher
Deputy

(STATE SEAL)

** **

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY.

We, George E. Merrill, as President and J. V. Dawson, as Secretary of the Gem State Lumber Company, a corporation of the State of Utah, hereby certify that at a meeting of the stockholders of said corporation held on the 18th day of February, 1918, the following resolution was adopted by the vote, consent and approval of all the stockholders owning and holding all the common stock of said corporation outstanding, namely:

"Resolved that Article VII of the Articles of Incorporation be amended in this respect, namely, that the capital stock of the corporation be increased from seven hundred thousand dollars (\$700,000.00) to eight hundred thousand dollars (\$800,000.00), divided into eight thousand shares of the par value of one hundred dollars (\$100.00) per share, of which five thousand (5,000) shares amounting to five hundred thousand dollars (\$500,000.00) shall be common stock, and three thousand (3,000) shares amounting to three hundred thousand dollars (\$300,000.00) shall be preferred stock. In all further respects Articles VII shall be and remain as in the original Articles of Incorporation.

CORPORATE SEAL

GEO. E. MERRILL, President
J. V. DAWSON, Secretary

Endorsed #6128. Amendment to Articles of Incorporation of Gem State Lumber Company. Filed in the Clerk's Office, Salt Lake County, Utah. Mar. 14, 1918. Thos. Homer, County Clerk.

By Ida M. Holihan, Deputy
Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE.) ss

I, Thos. Homer, County Clerk in and for the County of Salt Lake in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of original certificate of Amendment to Articles of Incorporation of Gem State Lumber Company as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 14th day of March, 1918.

SEAL

THOS. HOMER, Clerk.
By IDA A. HOLIHAN, Deputy Clerk.

Filed and certificate issued April 1, 1918. Harden Bennion,
Sec. of State.

** ** *

STATE OF IDAHO,)
COUNTY OF BANNOCK.) ss

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the certified copy of the CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF GEM STATE LUMBER COMPANY, as the same appears of record or on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 15th day of September, 1919.

By Margaret Blake
Deputy.

C. W. POMEROY,
Clerk, District Court,
Auditor and Recorder.

SEAL

** ** *

FILING ENDORSEMENT 71418

Filed for record at the request of Gem State Lbr. Company at 25 minutes past 4 o'clock P.M. this 15 day of Sept. 1919, and recorded in Book _____ of _____ page _____. Records of Bannock County, State of Idaho.

Fee \$.50

C.W. Pomeroy, Recorder.
By Margaret Blake, Deputy.

ENDORSEMENTS.

7652-D
GEM STATE LUMBER COMPANY, Increase in Stock
\$700,000 to \$800,000

DEPARTMENT OF STATE
SECRETARY'S OFFICE.

Filed this 18th day of Sept. 1919 at 2 o'clock P.M.
Records of the State of Idaho.

Robert O. Jones
Secretary of State.

By B.L. Williams
Chief Clerk

STATE OF UTAH
THE
GREAT SEAL
OF
THE STATE OF UTAH
1896
EXECUTIVE DEPARTMENT

SECRETARY OF STATE'S OFFICE

I, HARDEN BENNION, Secretary of State of the State of Utah, do hereby certify that the attached is a full, true and correct copy of an Amendment to Articles of Incorporation of the

GEM STATE LUMBER COMPANY

as appears on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, this 11th day of September, 1919.

HARDEN BENNION
Secretary of State

By
Jerrold R. Litcher
Deputy

(STATE SEAL)

** ** *

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY.

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"Resolved that Article VII of the Articles of Incorporation be amended in this respect, namely, that the capital stock of the corporation be increased from seven hundred thousand dollars (\$700,000.00) to eight hundred thousand dollars (\$800,000.00), divided into eight thousand shares of the par value of one hundred dollars (\$100.00) per share, of which five thousand (5,000) shares amounting to five hundred thousand dollars (\$500,000.00) shall be common stock, and three thousand (3,000) shares amounting to three hundred thousand dollars (\$300,000.00) shall be preferred stock. In all further respects Articles VII shall be and remain as in the original Articles of Incorporation.

CORPORATE SEAL

GEO. B. MERRILL, President
J. V. DAWSON, Secretary

Endorsed #6128 Amendment to Articles of Incorporation of Gem State Lumber Company. Filed in the Clerk's Office, Salt Lake County, Utah. Mar. 14, 1918. Thos. Homer, County Clerk.

By Ida M. Holihan, Deputy
Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE.) SS

I, Thos. Homer, County Clerk in and for the County of Salt Lake in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of original certificate of Amendment to Articles of Incorporation of Gem State Lumber Company as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 14th day of March, 1918.

SEAL

THOS. HOMER, Clerk.
By IDA A. HOLIHAN, Deputy Clerk.

Filed and certificate issued April 1, 1918. Harden Bennion,
Sec. of State.

** ** *

STATE OF IDAHO,)
COUNTY OF BANNOCK.) SS

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the certified copy of the CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF GEM STATE LUMBER COMPANY, as the same appears of record or on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 15th day of September, 1919.

By Margaret Blake
Deputy.

C. W. POMEROY,
Clerk, District Court.
Auditor and Recorder.

SEAL

** ** *

FILING ENDORSEMENT

71418

Filed for record at the request of Gem State Lbr. Company at 25 minutes past 4 o'clock P.M. this 15 day of Sept. 1919, and recorded in Book _____ of _____ page _____. Records of Bannock County, State of Idaho.

Fee \$.50

C. W. Pomeroy, Recorder.
By Margaret Blake, Deputy.

ENDORSEMENTS.

7652-D

GEM STATE LUMBER COMPANY, Increase in Stock
\$700,000 to \$800,000

DEPARTMENT OF STATE
SECRETARY'S OFFICE.

Filed this 18th day of Sept. 1919 at 2 o'clock P.M.
Records of the State of Idaho.

Robert O. Jones
Secretary of State.

By B. L. Williams
Chief Clerk

STATE OF UTAH,)
COUNTY OF SALT LAKE.) ss

I, Thos. Homer, County Clerk in and for the County of Salt Lake in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of original certificate of Amendment to Articles of Incorporation of Gem State Lumber Company as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 14th day of March, 1918.

SEAL

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By IDA A. HOLIHAN, Deputy Clerk.

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STATE OF IDAHO,)
COUNTY OF BANNOCK.) ss

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the certified copy of the CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF GEM STATE LUMBER COMPANY, as the same appears of record or on file in my office.

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By Margaret Blake
Deputy.

C. W. POMEROY,
Clerk, District Court,
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Robert O. Jones
Secretary of State.

By B. L. Williams
Chief Clerk

2

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

I, DAVID MATTSON, Secretary of State of the State of Utah, do hereby certify that the attached is a full, true and correct copy of a certified copy of Amendment to the Articles of Incorporation of the

GEM STATE LUMBER COMPANY

Filed in this office March 2nd, 1914, as appears on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, this Thirtieth day of April, A. D. 1914.

David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

** ** ** *

AMENDMENTS TO ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY, a CORPORATION

We, George L. Curtis, President, and H. R. Macmillan, Secretary of the Gem State Lumber Company, a corporation of the State of Utah, hereby certify that at the adjourned regular annual meeting of the stockholders of the corporation, held at the office of the corporation at Salt Lake City, Utah, on the 2nd day of March, 1914, at two o'clock P. M., all of the holders of the common stock were present either in person or by proxy.

On motion duly made, seconded and carried by the unanimous vote of all the holders of the common stock voting all of the shares of common stock outstanding in favor thereof, each of the following resolutions was adopted, to-wit:

Resolved that Article 7 of the articles of incorporation be amended in this respect; namely: that the capital stock of the corporation be increased from five hundred thousand dollars (\$500,000.00) to seven hundred thousand dollars (\$700,000.00) divided into five thousand (5000) shares of the par value of one hundred dollars (\$100.00) per share, of which five thousand (5,000) shares amounting to five hundred thousand dollars (\$500,000.00) shall be common stock, and two thousand (2,000) shares amounting to two hundred thousand dollars (\$200,000.00) shall be preferred stock. In all other respects article 7 shall be and remain as in the original articles of incorporation.

Resolved that Article 8 of the articles of incorporation be amended in this respect, namely, that instead of one vice-president there shall be two vice-presidents of the corporation. In all other respects article 8 shall be and remain as in the original articles of incorporation.

H. R. Macmillan
Secretary.

G. L. Curtis
President

(CORPORATE SEAL)

Endorsed No. 6128. Amendment to the Articles of Incorporation of GEM STATE LUMBER COMPANY. Filed in the Clerk's Office, Salt Lake County, Utah, Mar. 2, 1914, L.P. Palmer, County Clerk
By A. E. Beveridge, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

I, L. P. PALMER, County Clerk in and for the County of Salt Lake, in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original amendment to the articles of incorporation of GEM STATE LUMBER COMPANY as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 2nd day of March, A. D. 1914.

(SEAL)

By L. P. Palmer, County Clerk
A. E. Beveridge, Deputy Clerk.

ENDORSED

AMENDMENT

GEM STATE LUMBER COMPANY

Inc. \$500,000 to \$700,000

Filed and Certificate issued this 2nd day of March, 1914.
David Mattson, Secretary of State.

33101

Filed for Record at the request of Gem State Lumber Company at 45 minutes past 2 o'clock P.M. this 1st day of May, 1914, and recorded in Book _____ of _____ page _____ Records of Bannock County, State of Idaho.

50¢

C. W. Pomeroy, Recorder
By Harry J. Fox, Deputy

STATE OF IDAHO,)
BANNOCK COUNTY) ss

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the original Amendment Articles of Incorporation as the same appears of record or on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 1st day of May, 1914.

By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court. Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

3

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

I, DAVID MATTSON, Secretary of State of the State of Utah, do hereby certify that the attached is a full, true and correct copy of a certified copy of Amendment to the Articles of Incorporation of the

GEM STATE LUMBER COMPANY

Filed in this office March 2nd, 1914, as appears on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, this Thirtieth day of April, A. D. 1914.

David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

** ** *

AMENDMENTS TO ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY, a CORPORATION

We, George L. Curtis, President, and H. R. Macmillan, secretary of the Gem State Lumber Company, a corporation of the State of Utah, hereby certify that at the adjourned regular annual meeting of the stockholders of the corporation, held at the office of the corporation at Salt Lake City, Utah, on the 2nd day of March, 1914, at two o'clock P. M., all of the holders of the common stock were present either in person or by proxy.

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H. R. Macmillan
Secretary.

G. L. Curtis
President

(CORPORATE SEAL)

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By A. E. Beveridge, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

I, L. P. PALMER, County Clerk in and for the County of Salt Lake, in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original amendment to the articles of incorporation of
GEM STATE LUMBER COMPANY
as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 2nd day of March, A. D. 1914.

(SEAL)

By L. P. Palmer, County Clerk
A. E. Beveridge, Deputy Clerk.

ENDORSED

AMENDMENT

GEM STATE LUMBER COMPANY

Inc. \$500,000 to \$700,000

Filed and Certificate issued this 2nd day of March, 1914.

David Mattson, Secretary of State.

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C. W. Pomeroy, Recorder
By Harry J. Fox, Deputy

STATE OF IDAHO,)
BANNOCK COUNTY) ss

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 1st day of May, 1914.

By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court. Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

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GEM STATE LUMBER COMPANY
Filed in this office March 2nd, 1914, as appears on file in my office.

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David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

** ** *

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GEM STATE LUMBER COMPANY, a CORPORATION

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H. R. Macmillan
Secretary.

G. L. Curtis
President

(CORPORATE SEAL)

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By A. E. Beveridge, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

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(SEAL)

By L. P. Palmer, County Clerk
A. E. Beveridge, Deputy Clerk.

ENDORSED

AMENDMENT

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David Mattson, Secretary of State.

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By Harry J. Fox, Deputy

STATE OF IDAHO,)
BANNOCK COUNTY) ss

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By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court. Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

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David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

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G. L. Curtis
President

(CORPORATE SEAL)

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STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

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ENDORSED

AMENDMENT

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C. W. Pomeroy, Recorder
By Harry J. Fox, Deputy

STATE OF IDAHO,) ss
BANNOCK COUNTY)

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By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court. Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

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David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

** ** *

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GEM STATE LUMBER COMPANY, a CORPORATION

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Secretary.

G. L. Curtis
President

(CORPORATE SEAL)

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Deputy.

C. W. Pomeroy
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STATE OF UTAH
EXECUTIVE DEPARTMENT
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By A. E. Beveridge, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

I, L. P. PALMER, County Clerk in and for the County of Salt Lake, in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original amendment to the articles of incorporation of GEM STATE LUMBER COMPANY, as appears of record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 2nd day of March, A. D. 1914.

(SEAL)

By L. P. Palmer, County Clerk
A. E. Beveridge, Deputy Clerk.

ENDORSED

AMENDMENT

GEM STATE LUMBER COMPANY

Inc. \$500,000 to \$700,000

Filed and Certificate issued this 2nd day of March, 1914.

David Mattson, Secretary of State.

33101

Filed for Record at the request of Gem State Lumber Company at 45 minutes past 2 o'clock P.M. this 1st day of May, 1914, and recorded in Book _____ of _____ page _____ Records of Bannock County, State of Idaho.

504

C. W. Pomeroy, Recorder
By Harry J. Fox, Deputy

STATE OF IDAHO,)
BANNOCK COUNTY) ss

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the original Amendment Articles of Incorporation as the same appears of record or on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 1st day of May, 1914.

By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court, Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

3

STATE OF UTAH
EXECUTIVE DEPARTMENT
Office of the SECRETARY OF STATE.

I, DAVID MATTSON, Secretary of State of the State of Utah, do hereby certify that the attached is a full, true and correct copy of a certified copy of Amendment to the Articles of Incorporation of the

GEM STATE LUMBER COMPANY

Filed in this office March 2nd, 1914, as appears on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah, this Thirtieth day of April, A. D. 1914.

David Mattson
Secretary of State.

SEAL

By T. L. Holman
Deputy.

** ** *

AMENDMENTS TO ARTICLES OF INCORPORATION OF
GEM STATE LUMBER COMPANY, a CORPORATION

We, George L. Curtis, President, and H. R. Macmillan, secretary of the Gem State Lumber Company, a corporation of the State of Utah, hereby certify that at the adjourned regular annual meeting of the stockholders of the corporation, held at the office of the corporation at Salt Lake City, Utah, on the 2nd day of March, 1914, at two o'clock P. M., all of the holders of the common stock were present either in person or by proxy.

On motion duly made, seconded and carried by the unanimous vote of all the holders of the common stock voting all of the shares of common stock outstanding in favor thereof, each of the following resolutions was adopted, to-wit:

Resolved that Article 7 of the articles of incorporation be amended in this respect; namely: that the capital stock of the corporation be increased from five hundred thousand dollars (\$500,000.00) to seven hundred thousand dollars (\$700,000.00) divided into five thousand (5000) shares of the par value of one hundred dollars (\$100.00) per share, of which five thousand (5,000) shares amounting to five hundred thousand dollars (\$500,000.00) shall be common stock, and two thousand (2,000) shares amounting to two hundred thousand dollars (\$200,000.00) shall be preferred stock. In all other respects article 7 shall be and remain as in the original articles of incorporation.

Resolved that Article 8 of the articles of incorporation be amended in this respect, namely, that instead of one vice-president there shall be two vice-presidents of the corporation. In all other respects article 8 shall be and remain as in the original articles of incorporation.

H. R. Macmillan
Secretary.

G. L. Curtis
President

(CORPORATE SEAL)

Endorsed No. 6128. Amendment to the Articles of Incorporation of GEM STATE LUMBER COMPANY. Filed in the Clerk's Office, Salt Lake County, Utah, Mar. 2, 1914, L.P. Palmer, County Clerk
By A. E. Beveridge, Deputy Clerk.

STATE OF UTAH,)
COUNTY OF SALT LAKE) ss

I, L. P. PALMER, County Clerk in and for the County of Salt Lake, in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original amendment to the articles of incorporation of
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 2nd day of March, A. D. 1914.

(SEAL)

L. P. Palmer, County Clerk
By A. E. Beveridge, Deputy Clerk.

ENDORSED

AMENDMENT

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Inc. \$500,000 to \$700,000

Filed and Certificate issued this 2nd day of March, 1914.
David Mattson, Secretary of State.

33101

Filed for Record at the request of Gem State Lumber Company at 45 minutes past 2 o'clock P.M. this 1st day of May, 1914, and recorded in Book _____ of _____ page _____ Records of Bannock County, State of Idaho.

50¢

C. W. Pomeroy, Recorder
By Harry J. Fox, Deputy

STATE OF IDAHO,)
BANNOCK COUNTY) ss

I, C. W. Pomeroy, Clerk of the District Court, Auditor and Recorder in and for said County and State, hereby certify that the above and foregoing is a full, true and correct copy of the original Amendment Articles of Incorporation as the same appears of record or on file in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pocatello, Idaho, this 1st day of May, 1914.

By Harry J. Fox
Deputy.

C. W. Pomeroy
Clerk District Court, Auditor
and Recorder.

(SEAL)

7652 - b

GEM STATE LUMBER COMPANY

Certified copy of an amendment to the Articles of Incorporation Increasing the capital stock.

DEPARTMENT OF STATE,
SECRETARY'S OFFICE.

Filed this 20th day of May, 1914, at 10 o'clock, A.M.
Records of the State of Idaho.

W. L. Gifford,
Secretary of State.

By B. E. Hyatt
Chief Clerk.

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EXECUTIVE DEPARTMENT
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