



CERTIFICATE OF INCORPORATION  
OF

**BEAR CREEK SALES, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**BEAR CREEK SALES, INC.**

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **March 2, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
BEAR CREEK SALES, INC.

We, the undersigned, incorporators for the purpose of forming a corporation under and pursuant to Title 30, Chapter 1 of the Idaho Code do hereby certify the following:

I

The name of this corporation shall be:

BEAR CREEK SALES, INC.

II

The duration of this corporation shall be perpetual.

III

The corporation is being formed for the following purposes: To do a general business as commission merchant, selling agent, and factor under del credere commission in the manner and to the same extent as natural persons could do; to carry on any and all business as manufacturers, producers, merchants, wholesale and retail, importers, and exporters, generally without limitation as to class of products and merchandise, and to manufacture, produce, adapt, repair, buy, sell, and otherwise deal in any materials, articles, or things within the United States; to make and enter into all kinds of contracts, agreements, and obligations by or with any person or persons, corporation, or corporations, for the purchasing, acquiring, holding, manufacturing, and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, all goods, wares, and merchandise within the United States; to carry on and undertake any business, undertaking, transaction, or operation commonly carried on or undertaken by merchants, commission men, factors, importers, and manufacturer's agents and exporters, and in the course of such business to draw, accept, indorse,

acquire, and sell all or any negotiable or transferable instruments and securities; and to make and enter into all kinds of contracts, agreements, and obligations by or with any person requiring, manufacturing, repairing, and selling, and dealing in any articles of goods, wares, or merchandise; and generally to exercise full power to perform any and all acts connected therewith, or arising therefrom, or incidental thereto, and all acts proper or necessary for the purposes of the business.

#### IV

The location and post office address of the registered office of this corporation in the State of Idaho shall be 8884 N. Government Way, Hayden Lake, Idaho 83835, and its registered agent at that address is Robert F. Ehrlich.

#### V

The aggregate number of shares which this corporation shall have authority to issue is 2,500 shares, with a par value of \$100.00 per share, having an aggregate par value of \$250,000 which shall be known as common stock. This stock, to the extent possible, shall be issued pursuant to the provisions of Sec. 1244 of the Internal Revenue Code.

#### VI

The name and post office address of the incorporator is:

Richard W. Kochansky  
2005 Ironwood Parkway  
Suite 141  
Coeur d'Alene, ID 83814

#### VII

The names and post office addresses of the first Board of Directors are as follows:

Robert F. Ehrlich  
8884 N. Government Way  
Hayden Lake, ID 83835

Douglas W. Miller  
8884 N. Government Way  
Hayden Lake, ID 83835

whose terms of office shall continue until the first annual

meeting of the shareholders, or until their successors are duly elected and have qualified.

VIII

All or any portion of these Articles of Incorporation may be amended by the affirmative vote of the holders of a majority of the stock entitled to vote.


IX

The management of this corporation shall be vested in a Board of Directors consisting of not less than one or more than five Directors to be elected at the annual meeting of this corporation.

X

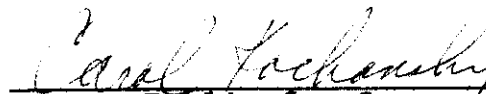
The officers of this corporation shall consists of a President, Vice-President, Secretary and Treasurer, and any two of the offices, except those of President and Secretary, may be held by the same person.

IN TESTIMONY WHEREOF, we have hereunto set our hands at the places indicated on the 25th day of February, 1983.

  
Richard W. Kochansky

STATE OF IDAHO            )  
                              )   ss  
County of Kootenai     )

On this 25th day of February, 1983 before me a Notary Public within and for said County, personally appeared Richard W. Kochansky to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.

  
Notary Public for State of Idaho  
Residing at Hayden Lake, Idaho