

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

ALPINE EQUIPMENT SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ALPINE EQUIPMENT SERVICES, INC.

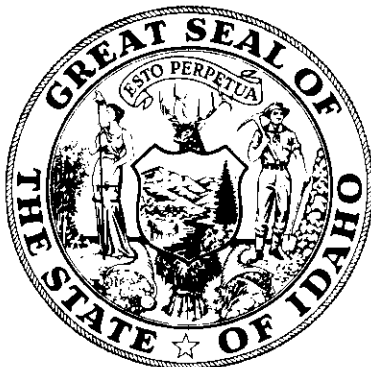
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ALPINE EQUIPMENT SERVICES, INC.

to transact business in this State under the name ALPINE EQUIPMENT SERVICES, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated December 22nd., 19 80.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

Dec 22 10 21 AM '80

1. The name of the corporation is ALPINE EQUIPMENT SERVICES, INC. OF STATE

2. *The name which it shall use in Idaho is ALPINE EQUIPMENT SERVICES, INC.

3. It is incorporated under the laws of Washington

4. The date of its incorporation is September 26, 1980 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1120 N. 28th, P.O. Box 2999, Pasco, Washington 99302

6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Sales and service or over-snow vehicles and accessories.

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>J. D. Wood</u>	<u>President</u>	<u>1927 W. 9th Place Kennewick, Washington 99336</u>
<u>William A. Jensen</u>	<u>Vice President</u>	<u>P.O. Box 252 Waitsburg, Washington 99361</u>
<u>David M. Wood</u>	<u>Secretary</u>	<u>Riveria Trailer Court Pasco, Washington 99301</u>

All of the above are also directors.

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>500</u>	<u>Common</u>	<u>\$100.00</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
500	Common	\$100.00

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 25, 19 80

ALPINE EQUIPMENT SERVICES, INC.

By _____

J. D. Wood

Its _____ President

and _____

David M. Wood

Its _____ Secretary

STATE OF WASHINGTON)

) ss:

COUNTY OF FRANKLIN)

I, Sherryl A. Jones, a notary public, do hereby certify that on this 25th day of November, 19 80, personally appeared before me J. D. Wood, who being by me first duly sworn, declared that he is the **President** of **ALPINE EQUIPMENT SERVICES, INC.**

that he signed the foregoing document as **President** of the corporation and that the statements therein contained are true.

Sherryl A. Jones
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

MEMO



STATE OF WASHINGTON
OFFICE OF SECRETARY OF STATE
BRUCE K. CHAPMAN
CORPORATIONS & TRADE MARKS DIVISION
OLYMPIA, WASHINGTON 98504

OFFICIAL CERTIFICATION OF THIS DOCUMENT, AS RECEIVED
BY THE OFFICE OF THE SECRETARY OF STATE, APPEARS ON
THE BACK OF THE LAST PAGE.

DEC 22 10 31 AM '80
SECRETARY OF STATE

D303049
FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of ALPINE EQUIPMENT SERVICES, INC.

a domestic corporation of Pasco, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of _____
J.D. Wood
P.O. Box 2249
Pasco, WA 99302

Filing and recording fee \$ _____

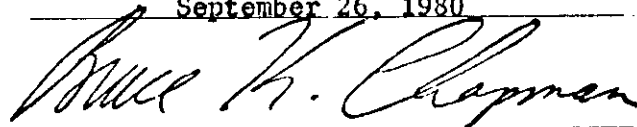
License to June 30, 19 _____ \$ _____

Excess pages @ 25¢ \$ _____

Microfilmed, Roll No. **1544**

Page **139 - 145**

In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

September 26, 1980


BRUCE K. CHAPMAN
SECRETARY OF STATE

60805 SEP 30 80

FILED

SEP 26 1980 *JS*

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
OF
ALPINE EQUIPMENT SERVICES, INC.

The undersigned, being over the age of twenty-one (21), acting as incorporator of a corporation under the Washington Business Corporation Act, adopts in triplicate the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be ALPINE EQUIPMENT SERVICES, INC.

ARTICLE II

The corporation's duration shall be perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized:

Section 1

To sell and service over-snow vehicles and attachments.

Section 2

In general, to carry on any other lawful business whatsoever in connection with the foregoing which is calcu-

lated, directly or indirectly, to promote the interests of the corporation or to enhance the value of its properties.

Section 3

To engage in and carry on any lawful business or trade and to exercise all powers granted to a corporation formed under the Washington Business Corporation Act, including any amendments thereto or successor statute that may hereinafter be enacted.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is 500 shares of common stock having a par value of \$100 per share. There shall be no other class or shares of stock of this corporation.

ARTICLE V

This corporation shall not commence business until at least \$500.00 has been received by it as consideration for the issuance of shares.

ARTICLE VI

The owners of shares of stock of this corporation shall be entitled to pre-emptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class

whatsoever, whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividends or otherwise.

ARTICLE VII

Each shareholder entitled to vote at any election for directors shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or cumulate his votes by giving as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of candidates.

ARTICLE VIII

Section 1

The board of directors shall have full power to adopt, alter, amend or repeal the bylaws or adopt new bylaws. Nothing herein shall deny the concurrent power of the shareholders to adopt, alter, amend or repeal the bylaws.

Section 2

The corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter

prescribed or permitted by statute. All rights of shareholders of this corporation are granted subject to this reservation.

Section 3

This corporation may enter into contracts and otherwise transact business as vendor, purchaser or otherwise, with its directors, officers and shareholders and with corporations, associations, firms and entities in which they are or may be or become interested as directors, officers, shareholders, members, or otherwise, as freely as though such adverse interests did not exist, even though the vote, action or presence of such director, officer or shareholder may be necessary to obligate the corporation upon such contracts or transactions; and in the absence of fraud, no such contract or transaction shall be avoided and no such director, officer or shareholder shall be held liable to account to the corporation, by reason of such adverse interests or by reason of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of shareholders who are not directors or officers), the nature of the interest of such director or officer, though not

necessarily the details or extent thereof, be disclosed or known to the board of directors of this corporation, at the meeting thereof at which contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm, or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transaction with that corporation, association, firm or entity.

ARTICLE IX

The address of the initial registered office of the corporation is 1120 N. 28th, PO Box 2249, Pasco, Washington 99302, and the name of its initial registered agent at such address is J. D. Wood.

ARTICLE X

The number, qualification, terms of office, manner of election, time and place of meetings and powers and duties of the directors shall be prescribed in the by-laws, but the number of first directors shall be three (3) and they shall serve until the first meeting of shareholders and until their successors are elected and qualified, and their names and post office addresses are as follows:

<u>Name</u>	<u>Address</u>
J. D. Wood	1927 West 9th Place Kennewick, Washington 99336

D. M. Wood

Box 2249
Pasco, Washington 99302

William A. Jensen

P.O. Box 252
Waitsburg, Washington 99361

ARTICLE XI

The name and address of each incorporator is:

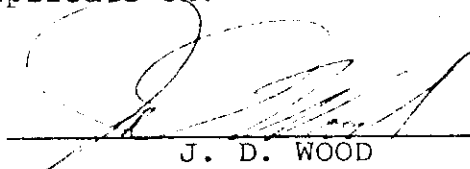
Name

Address

J. D. Wood

1120 North 28th Street
Pasco, Washington 99302

Executed in triplicate on:

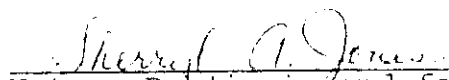


J. D. WOOD

STATE OF WASHINGTON)
) ss.
COUNTY OF

On this day personally appeared before me J. D. WOOD, to me known to be the individual described in and who executed the within and foregoing instrument and acknowledged that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal this 23
day of September, 1980.



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