

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

TUMBLEROCK RESOURCES 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 _____

TUMBLEROCK RESOURCES INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 September 21, 1990.



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Zabala
Corporation Clerk

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ARTICLES OF INCORPORATION
OF
TumbleRock Resources Inc.

KNOW ALL MEN BY THESE PRESENTS: that the undersigned, all of whom are owners of property situate in Bonner County, Idaho, do hereby voluntarily associate themselves together for the purpose of forming a co-operative association under the provisions of applicable Idaho law.

ARTICLE I.

The name of the corporation shall be

TumbleRock Resources, Inc.

ARTICLE II.

Said corporation is a non-profit corporation.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

The purposes for which this corporation is organized are to hold property and administer a local water district.

ARTICLE V.

The corporation shall have members, and management of its affairs is to be in that of its board of directors.

ARTICLE VI.

Assessments may be levied upon all members pursuant to the purpose of the corporation, and the board of directors is authorized to fix the amount and method of collection thereof from time to time, and make them payable at such times or intervals and upon such notice as the directors may prescribe. Assessments may be secured by a lien upon real property to which membership rights are appurtenant.

ARTICLE VII

The initial registered office of this corporation is 2456 Wooded Acres, Sagle, Idaho 83860.

The name of its initial registered agent at that address is Patricia Graham.

ARTICLE VIII

The number of the directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and shall qualify are:

NAME	ADDRESS
L.A. Dunston	Box 452, Rt. 31, Sandy Valley, NV 89019
Lila E. Allen	3275 N. Boyer, Sandpoint, ID 83864
Patricia Graham	2456 Wooded Acres, Sagle, ID 83860

ARTICLE IX.

The name, address and signature of each incorporator is:

Wilfred E. and Lila E. Allen

3275 N. Boyer
Sandpoint, ID 83864

Wilfred E. Allen

Lila E. Allen

Robert S. and Charlene E. Clark

N9923 Excell Drive
Spokane, WA 99218

Robert S. Clark

Charlene E. Clark

LeRoy A and Patricia J. Dunston

Box 452, Rt.31
Sandy Valley, NV 89019

Le Roy A. Dunston

Patricia J. Dunston

Guy H. Hearon

2458 Wooded Acres
Sagle, ID 83860

Guy H. Hearon

Date of Signing 15 Sept. 1990