

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

TERRA DEVELOPMENT COMPANY

was filed in the office of the Secretary of State on the **Fourth** day
of **February** A.D. One Thousand Nine Hundred **Fifty-five** and
duly recorded on Film No. **89** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for

One Hundred (100) Years from the date hereof, with its registered office in this State located at
Boise in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State.

Done at Boise City, the Capital of Idaho, this

4th day of **February,**

A.D., 19**55** .

Secretary of State.

ARTICLES OF INCORPORATION
OF
TERRA DEVELOPMENT COMPANY

WE, JOHN W. MURDOCK, FRED M. MURDOCK and LUELLE H. OGDEN, whose names are hereunto subscribed, do hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, in force for the formation of private corporations, and the appropriation of private property therefor.

ARTICLE I

The name of this corporation shall be
TERRA DEVELOPMENT COMPANY
and its duration shall be one hundred years.

ARTICLE II

The objections of this corporation and the businesses in which it proposes to engage are: to transact business in the State of Idaho and elsewhere; to have such offices or places of business within or without the State of Idaho as its business may require; to do all acts permitted by the Business Corporation Laws of the State of Idaho as now enacted or hereafter amended, and all other acts which may be desirable or necessary to accomplish any and all purposes of a business corporation, and particularly (but without limiting the generality of the foregoing) to do the following, viz.:

To carry on the business of mining, dredging, drilling, milling, concentrating, converting, smelting,

treating, preparing for market, manufacturing, buying, selling, exchanging, and otherwise producing and dealing in gold, silver, antimony, cooper, lead, zinc, iron, oil and gas, and all kinds of ores, metals and minerals, and the products and by-products thereof of every kind and description and by whatsoever process the same can be or may hereafter be produced, and generally and without limit as to the amount to buy, sell, exchange, lease, acquire, hypothecate, mortgage, and deal in lands, mines and mineral rights and mining claims of whatever kind and nature, water rights and easements, and personal property of every kind and nature; to conduct all business appertaining thereto; to purchase, locate, lease or otherwise acquire mine rights, water rights and easements, rights and lands, timber rights, oil and gas rights, mines, buildings, dwellings, plants, machinery, tools and other property whatsoever which this corporation may from time to time find to be for its best advantages and purposes; to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities, and debentures, and other evidences of indebtedness of other corporations, foreign and domestic; to mine and market any material or other products that may be found in or on any lands, and to explore, work, exercise, develop or therein to act the same; to construct and operate railroads and tramways for the mining of materials and moving of the same and equipment and employees; to construct roads, also buildings and structures incidental to its purposes; to construct and operate heating equipment plants, or electric

plants operated mechanically; to install and operate telephone, telegraph and radio equipment incidental to its objects; to construct, own, and operate transmission lines and distribution systems for the transmission and distribution of electric power; to exercise the right of eminent domain; to conduct and carry on said business alone and/or with others as co-partners or joint adventurers or otherwise; to operate and maintain hotels, boarding houses, bunkhouses, merchandise stores, and places of amusement, and to employ men, corporations, or associations in connection with any and all of its operations; to engage in every character of transportation incidental to its objects, whether by airplane, vessel, truck, bus, automobile, or otherwise; to contract with others for the performance of any function or operation embraced within its powers; to amalgamate, consolidate, associate, or join with any other person, corporation, association, partnership, joint stock company or otherwise, having any objects or purposes like or similar to the objects and purposes of this corporation; to do any and every other act and thing which the board of directors may decide will either directly or indirectly advance or accomplish any of the said purposes of this corporation;

The foregoing shall be construed as objects and powers, and the general enumeration thereof shall not be held to limit or restrict in any manner the general powers hereafter conferred upon this corporation by the State of Idaho.

ARTICLE III

The principal office and place of business of

this corporation shall be in the City of Boise, County of Ada, State of Idaho.

ARTICLE IV

The total authorized number of shares of this corporation shall be 250,000 shares, having a par value of ten cents each, making an aggregate of \$25,000.00. Said stock shall be fully paid and non-assessable.

ARTICLE V

The business of this corporation shall be managed by a board of not less than three nor more than seven directors. Meetings of the board of directors may be held in and out of the State of Idaho at such time and place as the board of directors may from time to time designate.

The power to repeal and amend the by-laws is hereby conferred upon the board of directors of the corporation.

ARTICLE VI

The names and postoffice addresses of each of the incorporators of this corporation, and the number of shares subscribed by each incorporator shall be as follows:

John W. Murdock	Boise, Idaho	1 share
Fred M. Murdock	Boise, Idaho	1 share
Lu Ella H. Ogden	Boise, Idaho	1 share

Incorporators all full-age citizens of the United States.

IN WITNESS WHEREOF, each of said incorporators has hereunto subscribed his name to these Articles in triplicate this *4th* day of February, 1955.

John W. Murdock
Fred M. Murdock
Luella H. Ogden

STATE OF IDAHO)
) ss.
County of Ada)

On this 4th day of February, 1955, before me,
the undersigned, personally appeared JOHN W. MURDOCK, known
to me to be the person whose name is subscribed to the within
instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, the day and year in this
certificate first above written.

Halter M. Orr
Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 4th day of February, 1955, before me,
the undersigned, personally appeared FRED M. MURDOCK, known
to me to be the person whose name is subscribed to the within
instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, the day and year in this
certificate first above written.

Halter M. Orr
Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 4th day of February, 1955, before me,
the undersigned, personally appeared LU ELLA H. OGDEN,
known to me to be the person whose name is subscribed to
the within instrument, and acknowledged to me that she
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, the day and year in this
certificate first above written.

Halter M. Orr
Notary Public for Idaho
Residing at Boise, Idaho