

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SUN MOUNTAIN WATER, INC.

File number C 109057

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 the above named corporation, 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: January 17, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herald*

RECEIVED
SEC. OF STATE ARTICLES OF INCORPORATION
95 JAN 17 AM 8 51 OF

SUN MOUNTAIN WATER, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed natural persons of lawful age and citizens of the United
States, for the purpose of forming a corporation pursuant to the
provisions of the Idaho Business Corporation Act (Title 30, Idaho Code)
do hereby certify as follows:

FIRST

The name of the corporation is

SUN MOUNTAIN WATER, INC.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized
include the transaction of any or all lawful business for which
corporations may be incorporated under the Idaho Business Corporation
Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have
authority to issue is: 100 Such shares are to
consist of one class only. The par value of each of such shares
shall be \$ 100.00, which stocks shall not be issued
until fully paid for, and once so issued shall be non-assessable.

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FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

8840 LOWER PACK RIVER ROAD

SANDPOINT, IDAHO 83864

The name of the corporation's initial registered agent at such address is: KATHY M. BERRY

EIGHTH

The number of directors constituting the initial Board of Directors is: (2)

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME KATHY M. BERRY

ADDRESS 8840 LOWER PACK RIVER RD. SANDPOINT, ID. 83864

NAME WILLIAM A. BERRY

ADDRESS 8840 L. PACK RIVER RD., SANDPOINT, ID. 83864

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME KATHY M. BERRY

ADDRESS 8840 L. PACK RIVER RD., SANDPOINT, IDAHO 83864

NAME WILLIAM A. BERRY

ADDRESS 8840 LOWER PACK RIVER RD. SANDPOINT, ID. 83864

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)
and seal(s) this 13TH day of JANUARY, 19 95.

Kathy M. Berry
Incorporator
William A. Berry
Incorporator

Incorporator

Incorporator

STATE OF IDAHO

County of BONNER

)
) ss.
)

On this _____ day of JANUARY, 1995,
before me, the undersigned, a Notary Public in and for said state,
personally appeared

KATHY M. BERRY

WILLIAM A. BERRY

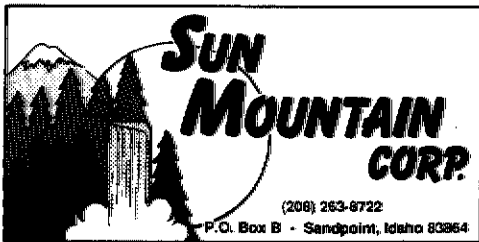
known to me to be the person(s) whose name(s) is/are subscribed
to the within and foregoing instrument, and acknowledged to me
that (t)he(y) executed the same, and that (t)he(y) was/were (a)
person(s) of lawful age and citizen(s) of the United States of
America.

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


Notary Public for the State of Idaho

Residing at: SANDPOINT

My commission expires: 2/18/2000



RECEIVED
SEC. OF STATE

January 12, 1995

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LETTER OF CONSENT

With this letter, Sun Mountain, Inc., an Idaho Corporation, does hereby consent to the use of it's name in the name of a second corporation. The legal name of this new corporation shall be: Sun Mountain Water, Inc.

Dated this 12th Day of January, 1995

William A. Berry William A. Berry, President

James W. Berry James W. Berry, Secretary