

State of Idaho

Office of the Secretary of State

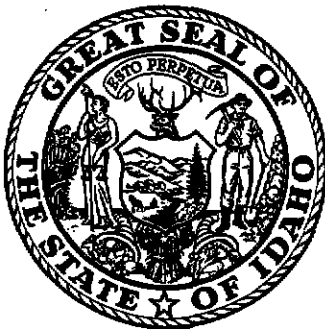
**CERTIFICATE OF AUTHORITY
OF
BOISE FINANCE COMPANY**

File Number C 184961

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 28, 2009



Ben Ysursa
SECRETARY OF STATE

By

Hinda McChesney



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 OCT 28 PM 3:06

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Boise Finance Company

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 10/22/2009

5. The address of its principal office is:

1111 W. Jefferson Street, Suite 200, Boise, ID 83702-5388

6. The address to which correspondence should be addressed, if different from item 5, is:

P.O. Box 990050, Boise, ID 83799-0050

7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, Idaho 83702

and its registered agent in Idaho at that address is: C T Corporation System

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

Name	Title	Business Address
<u>SEE ATTACHMENT</u>		

Dated: 10/27/2009

Signature: *[Signature]*

Typed Name: Robert M. Meek

Capacity: Asst. Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct # _____

(If using pre-paid account)

Secretary of State use only

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 Revised 10/2008

IDAHO SECRETARY OF STATE
 10/28/2009 05:00
 CK: 95643 CT: 20168 BN: 1193060
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C184961

Officers and Directors for Boise Finance Company

<u>Director</u>	<u>Office</u>	<u>Address</u>
Karen E. Gowland	Director	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
<u>Officers</u>	<u>Office</u>	
Alexander Toeldte	Chief Executive Officer	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Jeffrey P. Lane	Senior Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Rob McNutt	Senior Vice President and CFO	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert E. Streng	Senior Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert A. Warren	Senior Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Virginia Aulin	Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Samuel K. Cotterell	Vice President & Controller	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert Egan	Vice President & Chief Information Officer	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Karen E. Gowland	Vice President, General Counsel & Secretary	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Judith Lassa	Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert Sommer	Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert Tracy	Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Terry W. Ward	Vice President	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Robert M. Meek	Assistant Secretary	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Tony Steenkolk	Assistant Secretary	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Jason Bowman	Assistant Treasurer	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Marjorie E. Spindler	Assistant Treasurer	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388
Patricia Verdun	Assistant Treasurer	1111 W. Jefferson St., Suite 200 Boise, ID 83702-5388

Delaware

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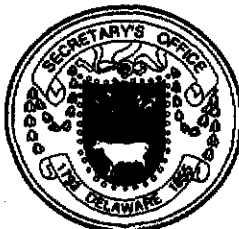
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOISE FINANCE COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4737809 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7607800

DATE: 10-28-09