

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

BOURBON VALLEY CO., INC.

was filed in the office of the Secretary of State on **January 5th**, 19 **78**

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 **perpetual existence** from the date hereof, with its registered office in this State located at **Hayden Lake, Idaho** in the county of **Kootenai**

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 **5th** day of **January**, A.D., 19 **78**.

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

ARTICLES OF INCORPORATION
of
BOURBON VALLEY CO., INC.

STATE

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned,
GEORGE R. CALLAWAY,
CLIFFORD L. (JACK) RUSSI, and
THURL A. MYER

all of whom are of legal age and citizens of the United States,
have this day associated ourselves and do hereby and by these
Articles of Incorporation unite and associate ourselves for the
purpose of forming a corporation under the laws of the State of
Idaho, and we hereby acknowledge, enter into and adopt the follow-
ing Articles of Incorporation.

ARTICLE I

The name of this corporation shall be
BOURBON VALLEY CO., INC.

ARTICLE II

The period of the duration of this corporation shall be
perpetual.

ARTICLE III.

The location of the registered office of the corporation
in the State of Idaho shall be Box 296, Hayden Lake, Idaho 83835.

ARTICLE IV

In furtherance and not in limitation of the general powers
conferred by the laws of the State of Idaho, this corporation
shall have the following purposes and powers.

1. To engage in and carry on the business of
acquiring, owning, buying, selling, leasing,
mortgaging, exchanging, manufacturing,
distributing, marketing, or otherwise
dealing in timber, lumber, and the various
products thereof; to conduct logging
operations and operate mills for the
manufacture of lumber and products thereof;
to acquire, erect, maintain and operate

mill privileges, water rights, mills and other buildings, machinery, and all appliances; to carry on in any capacity any business appertaining to, or which, in the judgment of the company, may at any time be conveniently and lawfully conducted in conjunction with, any of the matters aforesaid; and to own such real estate as may be necessary or proper in connection therewith.

2. To acquire, by purchase, exchange, lease or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange mortgage, pledge or otherwise dispose of or deal in or with real and personal property of every class or description and rights and privileges therein wheresoever situate and to do anything and everything necessary and proper and to the extent permitted by law in connection with the owning, managing, leasing and operating real and personal property of any and all kinds.
3. To acquire by purchase, exchange, or otherwise, all or any part of, or any interest in, the properties, assets, business, and good will of any one or more persons, firms, associations or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of this State.
4. To carry on its operations and to conduct business in any state, in the District of Columbia, and in any territory, dependency, or possession of the United States, and in any foreign country.
5. To carry out any one or more of the purposes and objects herein enumerated as principal, factor, contractor, or otherwise, either alone, through, or in conjunction with any persons, partnership, association or corporation.
6. To receive, acquire, hold, pledge, transfer or otherwise dispose of the shares of the corporation.

The foregoing provisions of this Article IV shall be construed both as purposes and powers and each an individual purpose and power in furtherance of, and not in limitation of, the powers which the corporation may have under present or future laws of the State of Idaho, or any other state in which the same shall be qualified.

ARTICLE V

The total capital stock of this corporation is TWENTY-FOUR THOUSAND DOLLARS (\$24,000.00), consisting of 240 shares of common stock of the par value of ONE HUNDRED DOLLARS (\$100.00) per share. There shall be only one class of stock, common stock, and each share of stock shall be equal and non-assessable.

ARTICLE VI

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the share of stock held by them, and limiting the transferability thereof and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said share on the books of the corporation, written notice of such agreement shall be given to this corporation by filing a copy thereof with the Secretary of the corporation, and a reference to such agreement shall be stamped, written or printed upon the certificate representing such shares, and the Bylaws of the corporation shall likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE VII

The power to repeal and amend the corporate bylaws and adoption of new bylaws is conferred upon the Board of Directors. Any bylaws so amended or adopted may be altered or repealed either by a two-thirds vote of the board of directors or by vote of two-thirds of the allotted shares of capital stock.

ARTICLE VIII

The name and post office addresses of each of the incorporators are as follows:

| NAME OF SUBSCRIBER | ADDRESS |
|--------------------|--|
| George R. Callaway | 2692 N. Towne Avenue Pomona, California 91766 |
| Clifford L. Russi | 2692 N. Towne Avenue Pomona, California 91766 |
| Thurl A. Myer | Box 296 Hayden Lake, Idaho 83835 |

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 29th day of December, 1977.

George R. Callaway
George R. Callaway

Clifford L. Russi
Clifford L. Russi

Thurl A. Myer
Thurl A. Myer

STATE OF CALIFORNIA)
County of Los Angeles)^{SS.}

On this 29th day of December, 1977, before me, a Notary Public in and for said State, personally appeared GEORGE R. CALLAWAY, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

WITNESS My hand and official seal.



Marjorie C. Cantu
Notary Public for California
Residing at: *Pomona, Calif.*

STATE OF CALIFORNIA)
County of Los Angeles) ss.

On this 29th day of December, 1977, before me, a Notary Public in and for said State, personally appeared CLIFFORD L. RUSSI, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

WITNESS My hand and official seal.

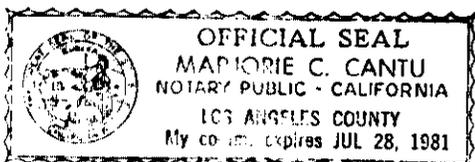


Marjorie C. Cantu
Notary Public for California
Residing at: Comona, Calif

STATE OF CALIFORNIA)
County of Los Angeles) ss.

On this 29th day of December, 1977, before me, a Notary Public in and for said State, personally appeared THURL A. MYER, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

WITNESS My hand and official seal.



Marjorie C. Cantu
Notary Public for California
Residing at: Comona, Calif