

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

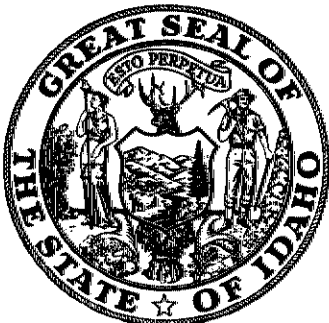
LYONS & SONS, INC.

File number C 107101

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: July 25, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

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ARTICLES OF INCORPORATION
OF
LYONS & SONS, INC.

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I, the undersigned, a natural person over the age of eighteen years of age, acting as incorporator of a corporation under the laws of the State of Idaho, adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

The name of the Corporation is LYONS & SONS, INC.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purposes for which the Corporation is organized are: To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed in trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise, and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights and property of any person, firm, association, or corporation, paying for same in cash, stock, or bonds of this corporation; and to draw, make, accept, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable

1. ARTICLES OF INCORPORATION - LYONS & SONS, INC.

instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount, and to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock at a par value of \$10.00 per share.

ARTICLE V.

Cumulative voting of shares of stock is authorized.

ARTICLE VI.

There are no provisions limiting or denying to shareholders the preemptive rights to acquire additional or treasury shares of the corporation.

ARTICLE VII.

Provisions for the regulation of the internal affairs of the Corporation shall be as set forth in the Bylaws of the Corporation.

ARTICLE VIII.

The address of the initial registered office of the Corporation is HCR 61, Box 164, Bonners Ferry, ID 83805. The name of its initial registered agent at such address is EARL LYONS.

ARTICLE IX.

The address of the principal place of business is HCR 61, Box 164, Bonners Ferry, ID 83805.

ARTICLE X.

The number of Directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

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Earl Lyons
HCR 61, Box 164
Bonners Ferry, ID 83805

ARTICLE XI.

The name and address of the incorporator is:

Earl Lyons
HCR 61, Box 164
Bonners Ferry, ID 83805

DATED this 18th day of July, 1994.

Earl Lyons 7/18/94
EARL LYONS

STATE OF IDAHO)
) ss.
County of Boundary)

EARL LYONS, being first duly sworn on oath, states:

That I am the incorporator of LYONS & SONS, INC., that I have read the foregoing Articles of Incorporation, know the contents thereof, and believe the same to be true.

Earl Lyons 7/18/94
EARL LYONS

SUBSCRIBED AND SWORN to before me this 18th day of July, 1994.

Karen E. Black
Notary Public for Idaho
Residing at Naples
My Commission Expires 01-28-2000

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