



CERTIFICATE OF INCORPORATION
OF

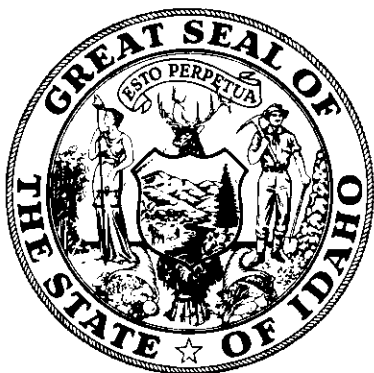
THE PRIEST LAKE COALITION, INC.

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 PRIEST LAKE COALITION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 December 27, 19 83.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
THE PRIEST LAKE COALITION, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of this corporation is THE PRIEST LAKE COALITION, INC.

ARTICLE II

This corporation is a non-profit corporation.

ARTICLE III

This corporation shall have perpetual duration.

ARTICLE IV

The purposes and objects for which this corporation is formed are the following:

1. To form a non-profit corporation for the protection and service of and to the individual members of the corporation and to further their common interests.

2. To take all necessary actions to:

a. Protect for the outdoor recreational enjoyment by the general public all Idaho State lands, including endowment lands, in the Priest Lake drainage area.

b. Preserve the ecological, environmental and public use values of such lands by opposing their exchange, lease or sale to commercial enterprises, except small-scale facilities for public convenience.

ARTICLES - 1.

c. Promote the acquisition by the State of Idaho of all lands on and adjacent to Priest Lake now owned by Diamond International through the exchange of State lands elsewhere in Idaho so as to:

1. Facilitate enhanced profitability for both the State of Idaho and Diamond International through better timber management if the land holdings are consolidated.

2. Enlarge Idaho's park system and public recreational lands to better satisfy growing public demand and to provide for future demand.

3. To take whatever action is necessary through State administrative agencies and the courts to protect and preserve in perpetuity lands in the Priest Lake drainage area for the recreational enjoyment by the general public.

ARTICLE V

The corporation shall have the following powers:

1. To sue and be sued before competent tribunals at the will of the directors or membership.

2. To own, buy, sell, lease, assign, mortgage, hypothecate and by all lawful acts, deal in real and personal property, including the erection and maintenance of buildings and the obtaining of personal property which would further the interests of the corporation.

ARTICLE VI

The numbers of directors of this corporation shall be not less than three (3) nor more than twelve (12). The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

ARTICLES - 2.

<u>Name</u>	<u>Address</u>
Jules Gindraux	P. O. Box 186, Coolin, ID 83821
Art Manley	1034 N 3rd St., Coeur d'Alene, ID 83814
Dean Stevens	St. Rt., Box 110, Nordman, ID 83848
Marge Lyon	Rt. 2, Box 250V, Sandpoint, ID 83864
Rodney E. Hoover	S 5612 Mohawk Drive, Spokane, WA 99206
Randall McNeice	S 5811 Mohawk Drive, Spokane, WA 99206
John Crane	Box 2089 CS, Pullman, WA 99163

ARTICLE VII

This shall be a membership corporation. The membership fees and conditions shall be established by the By-Laws.

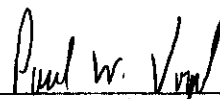
ARTICLE VIII

The location and address of the office of the corporation is Sherwood Drive, P. O. Box 186, Coolin, Idaho 83821. The name of the registered agent at such location is Jules Gindraux.

ARTICLE VIX

The name and address of the person who is the incorporator is Paul W. Vogel, Attorney at Law, Pioneer Square, Suite 27, Dover Highway, P. O. Box 907, Sandpoint, Idaho 83864.

The undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, does make and file this agreement and has accordingly made, signed and acknowledged these Articles of Incorporation this 20 day of December, 1983.


 PAUL W. VOGEL

STATE OF IDAHO,)
 : ss.
County of Bonner,)

On this 20th day of December, 1983, before me, the under-
signed, a Notary Public in and for said State, personally appeared
PAUL W. VOGEL, known to me to be the person whose name is sub-
scribed to the above and foregoing instrument, and acknowledged
to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
the day and year last above written.



NOTARY PUBLIC - State of Idaho
Residing at Bonanza 83027
Commission expires LFE