

UNITED STATES OF AMERICA.

STATE OF MINNESOTA,



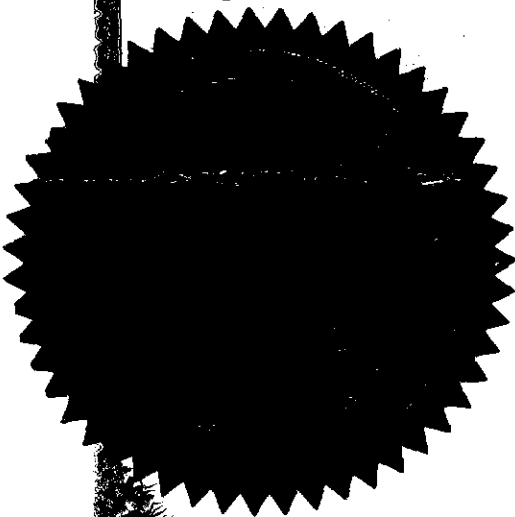
J. P. E. Hanson, Secretary of State
of the State of Minnesota,

do hereby certify that I have compared the annexed copy with record
of the original instrument
in my office of Articles of Incorporation of "Payette
Lumber & Manufacturing Company," filed
Dec. 19-1902 and recorded in book 103 of
Incorporations page 382.

and that said copy is a true and correct transcript of said record
of said original instrument
and of the whole thereof.

In Testimony Whereof I have hereunto set my
hand and affixed the Great Seal of the State at
the Capitol in Saint Paul this 8th
day of January A. Nineteen hundred
and three

J. P. E. Hanson
Secretary of State.



12 folios

KNOW ALL MEN BY THESE PRESENTS, That we whose names are hereunto subscribed have agreed to and do hereby associate ourselves for incorporation under the laws of the State of Minnesota, and to that end have adopted and signed the following articles of incorporation:

Article I.

Section 1. The name of this corporation shall be PAYETTE LUMBER & MANUFACTURING COMPANY.

Section 2. The general nature of its business shall be buying, owning, improving, selling, leasing, holding and dealing in lands, tenements, and hereditaments, real, mixed and personal estate and property, timber and all the products of timber, and buying and selling the same; carrying on and conducting a general logging, lumber and manufacturing business; erecting, buying, selling and operating saw mills, shingle mills, planing mills and all other mills and factories; establishing, operating, buying and selling lumber yards, clearing out and improving rivers and streams; driving, catching, booming, sorting, rafting, brailing, towing, holding and delivering logs, lumber and other timber products; building, equipping and managing water flumes for the transportation of wood and lumber; constructing canals and irrigating ditches; to purchase, subscribe for, deal in and hold the stock of other corporations to such an extent as may be permitted or allowed by the laws of the State of Minnesota; and to mortgage, bond or incumber any or all of its property, real and personal, in such sums and amounts and at such times and upon such terms as the corporation may find necessary or deem expedient; mining, smelting or manufacturing iron, copper or other minerals or for producing the precious metals; and to conduct and carry on any kind of manufacturing, lumbering, agricultural, mechanical, mercantile, chemical, transportation or other lawful business.

Section 3. The principal place for the transaction of the business of such corporation shall be at St. Paul, Minnesota.

Article II.

Section 1. Said corporation shall commence on the 6th day of January, 1903, and shall continue for a period of thirty years.

Article III.

Section 1. The capital stock of said corporation shall be Five Hundred Thousand Dollars, divided into five thousand shares of One Hundred Dollars each.

Section 2. said stock shall be paid in as called for by the Board of Directors of said corporation.

Article IV.

Section 1. The highest amount of indebtedness or liability to which said corporation shall at any time be subject shall be Five Hundred Thousand Dollars.

Article V.

Section 1. The names and places of residence of the persons forming said corporation are as follows: A.E.Macartney, Frank Frei, and Lloyd Nesbit, all residents of St.Paul,Minnesota.

Article VI.

Section 1. The names of the first Board of Directors of said corporation are as follows: William Musser, Henry Turrish, R.D.Musser, F.W.Kehl and C.A.Weyerhaeuser.

Section 2. The government of said corporation and the management of its affairs shall be vested in a Board of five directors and in a President, Vice-President, Secretary and Treasurer.

Section 3. The officers of said corporation shall be chosen from the Directors, and one person may hold more than one office.

Section 4. The annual meeting of the stockholders of said corporation for the election of Directors, and the transaction of such

other business as may properly come before them, shall be held at the office of the corporation in St. Paul, Minnesota, on the second Tuesday in May in each year, commencing with the year 1903, at 10 o'clock in the forenoon. Other meetings of the stockholders of said corporation shall be held at such times as the by-laws of said corporation may provide.

Section 5. The annual meeting of the Board of Directors of said corporation for the election of officers and the transaction of such other business as may properly come before them, shall be held at the said office of said corporation on the second Tuesday in May in each year, commencing with the year 1903, and immediately after the adjournment of the meeting of the stockholders. The Board of Directors may hold such other meetings as the by-laws of said corporation may provide.

Section 6. The Directors of such corporation shall be elected by the stockholders from among their number, at the annual meeting in each year, and the officers of said corporation shall be elected by the Board of Directors from among the Directors at the annual meeting of the Directors in each year.

Section 7. William Musser shall be the first President of said corporation, Henry Turrish, shall be its first Vice President, F.W. Kehl shall be its first Secretary, and R.D. Musser shall be its first Treasurer. said officers shall serve until their successors are elected and qualified.

Section 8. Any vacancy in any of said offices or in said Board of Directors shall be filled by the Board of Directors for the unexpired term.

Section 9. The duties of the said officers and directors of said corporation, and such other officers as may be hereafter appointed by the Board of Directors, shall be prescribed by the by-laws.

Section 10. The first meeting of said corporation shall be held in Room 212 National German American Bank Building, in St. Paul, Minnesota, on the 6th day of January, 1903, at 10 o'clock A.M.

Section 11. The by-laws of said corporation shall be adopted and may be from time to time modified, amended and repealed by the Board of Directors.

IN WITNESS WHEREOF the persons hereinbefore named as incorporators have hereunto subscribed their names and affixed their seals this 9th day of December, 1902.

A.E. Macartney (seal)

Frank Frei (seal)

Signed, sealed and delivered

Lloyd Nesbit (seal)

in presence of:

A.W. Clapp

Stella M. Peachey

State of Minnesota,

County of Ramsey. SS.

On this 9th day of December, A.D. 1902, before me, a Notary Public within and for said county, personally appeared A.E. Macartney, Frank Frei and Lloyd Nesbit, to me known to be the persons described in, and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

A.W. Clapp, Notary Public,

(Notarial Seal)

Ramsey Co., Minn.

State of Minnesota,

County of Ramsey. SS.

Office of the Register of Deeds.

This is to certify that the within Instrument was filed for record in this office at St. Paul, on the 9th day of December, A.D. 1902, at 3:30 O'clock P.M. and that the same was duly recorded in Book K of Incorp. pages 307-310.

M.W. Fitzgerald, Register of Deeds,

By F.L. Braen, Deputy.

Filed for record in this office Dec. 19. A.D. 1902 at 9:50 O'clock A.M.

P.E. Hanson, Secretary of State.