



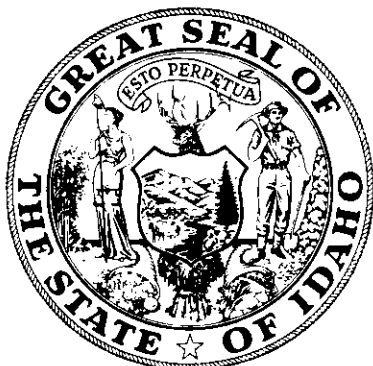
CERTIFICATE OF AUTHORITY
OF

PARK CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PARK CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PARK CORPORATION to transact business in this State under the name PARK CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated August 26, 19 82.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is PARK CORPORATION

2. *The name which it shall use in Idaho is N/A

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is February, 1961 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

One East First Street, Reno, Nevada 98501
c/o C T Corporation Trust Company of Nevada

6. The address of its proposed registered office in Idaho is 300 North 6th Street

Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T CORPORATION SYSTEM

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To own property, both real and personal, and to sell machinery
and equipment and to conduct all other legal affairs of the Corporation

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

Name	Office	Address
<u>Raymond P. Park</u>	<u>Pres. & Dir.</u>	<u>3100 MacCorkle Ave., S.W.</u> <u>S. Charleston, West Virginia 25303</u>
<u>Dan K. Park</u>	<u>V.P. & Dir.</u>	<u>705 Cedar Lane</u> <u>Villanova, Pennsylvania 19085</u>
<u>Shelva J. Davis</u>	<u>Dir., VP & Secy.</u>	<u>3167 Linden Rd. #509</u> <u>Rocky River, Ohio 44116</u>
<u>M. W. Dunlap</u>	<u>Exec. V.P. & Treas.</u>	<u>802 South Drew Street</u> <u>St. Albans, West Virginia 25177</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>3,000,000</u>	<u>Common</u>	<u>\$1.00 par value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	\$1.00 par value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 18, 19 82

PARK CORPORATION
By M. W. Dunlap
Its Vice President
and Shelva J. Davis
Its _____ Secretary

STATE OF Ohio)
COUNTY OF Cuyahoga) ss:

I, Veronica M. Kline, a notary public, do hereby certify that on
this 18th day of August, 19 82, personally appeared before
me M. W. Dunlap, who being by me first duly sworn, declared that he
is the Vice President of PARK CORPORATION

that he signed the foregoing document as Vice President of the corporation and that the
statements therein contained are true.

Veronica M. Kline
Notary Public

VERONICA M. KLINE, Notary Public
For the State of Ohio, Cuyahoga County
My Commission Expires Aug. 11, 1984

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

ARTICLES OF INCORPORATION

OF

PARK LOADING CORP.

We, the undersigned, natural persons of the age of twenty-one years or more, acting as Incorporators under the laws of the State of Nevada, adopt the following Articles of Incorporation:

ARTICLE I.

The name of this corporation is PARK LOADING CORP., and its duration shall be perpetual.

ARTICLE II.

This corporation is organized to engage in general logging, and the manufacture and sale of lumber and wood products, and all kindred lines of business. In order to carry out these purposes, this corporation shall have all powers enumerated in the statutes of the State of Nevada, and amongst other things, shall have powers to:

Hold, purchase and convey real and personal property, and mortgage or lease same with its franchisees; borrow money and contract debts; issue bonds, promissory notes, bills of exchange, certificates and obligations, secured or unsecured; purchase, hold, sell, lease, transfer, mortgage, pledge, or otherwise dispose of stock, bonds, mortgages and evidences of debt of other corporations and real estate; purchase, hold, sell and transfer shares of its own stock; and have one or more offices, and dispose of property in any state and foreign country; enter into partnerships or joint ventures; and do all things incidental to these enumerated in these articles.

The foregoing clauses shall be construed so as

not to limit or restrict in any manner the general powers of this corporation.

ARTICLE III.

The capital stock of said corporation shall be \$3,000,000, and shall be represented by 3,000,000 shares of common stock at \$1.00 per share, all shares to be fully paid and non-assessable.

ARTICLE IV.

The principal office in the State of Nevada is located at 206 North Virginia Street, in the City of Reno, County of Washoe. The name and address of its resident agent is the Corporation Trust Company of Nevada, 206 North Virginia Street, Reno, Nevada.

ARTICLE V.

The number of directors constituting the initial Board of Directors of the corporation shall be three (3). The stockholders of this corporation may, at any regular meeting or any meeting specially called for this purpose, increase the number of directors from time to time.

ARTICLE VI.

The name and address of each Incorporator is:
N. B. KOBIN 314 Oregon Bank Building, Portland, Oregon
P. R. MEYER 314 Oregon Bank Building, Portland, Oregon
L. OTTOBRINO 314 Oregon Bank Building, Portland, Oregon

ARTICLE VII.

The names and addresses of the initial Board of Directors are:

RAYMOND P. PARK 4412 N. Maryland Avenue, Portland, Oregon
V. PARK 3673 N. E. Maywood Place, Portland, Oregon
HERSCHEL McGRUFF Foot of "S" Street, Eureka, California

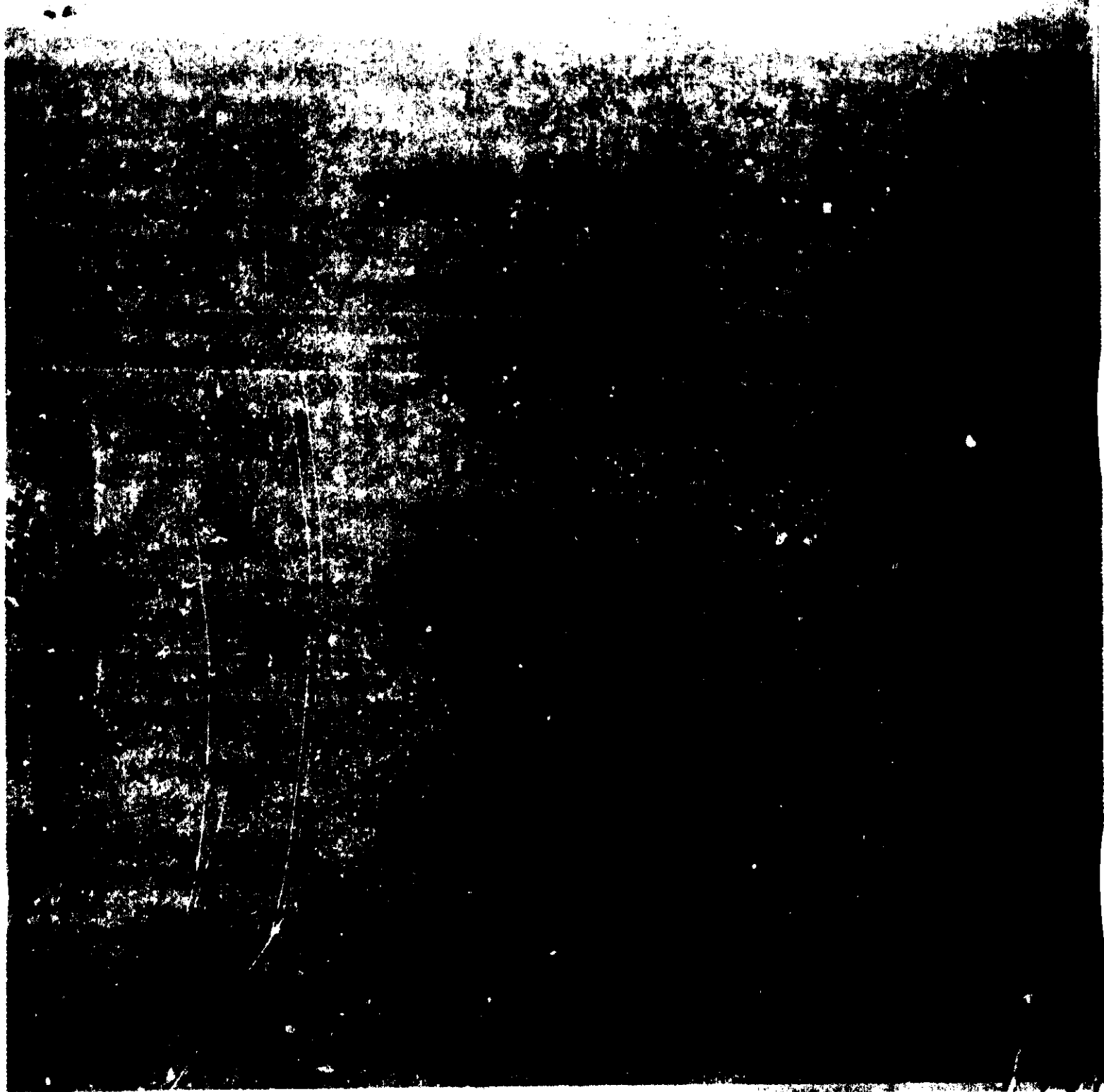
Dated this 10 day of February, 1961.

M B Kohn
Paul R. Meyer
J. H. Grubbs

STATE OF OREGON)
) ss:
County of Multnomah)

I, JOAN C. ROEDIGER, a Notary Public in and for said County and State, hereby certify that on the 10th day of February, 1961, personally appeared before me M. B. KOHN, P. R. MEYER and J. H. GRUBBS, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Joan C. Roediger
Notary Public for Oregon
My Commission Expires: February 15, 1964



RESOLUTION OF THE BOARD OF DIRECTORS

OF

PARK LOADING CORP.

Pursuant to Nevada Revised Statutes 78.385 and 78.390, and the By-Laws of Park Loading Corp. , a meeting of the Board of Directors of Park Loading Corp. was duly and regularly called and held at the company offices at 2nd & M Streets in the City of Eureka, County of Humboldt, State of California.

A quorum of the Board of Directors was present at the meeting, and upon motion duly made and seconded it was resolved that an amendment to the Articles of Incorporation be adopted. The amendment is to read as hereinafter set forth and is to be submitted to a special meeting of the stockholders to be held at Eureka, California on the 1st day of July, 1964.

The amendment proposed by the Board of Directors is as follows:

Article I

The name of this corporation is PARK CORPORATION, and its duration shall be perpetual.


Raymond P. Park, Chairman of the
Board of Directors of Park Loading
Corp.



Stanley Lilly, Secretary

STATE OF CALIFORNIA)
) ss:
COUNTY OF HUMBOLDT)

The undersigned notary public in and for the said county in the said state does hereby certify that Raymond P. Park and Stanley Lilly, to me personally known as the Chairman of the Board of Directors and Secretary of Park Loading Corp. , a corporation, and also known to me as the persons whose names are affixed

to the foregoing instrument, appeared before me this day in person and acknowledged their signing, sealing and delivering the said instrument as the free and voluntary act of said corporation, for the consideration and purposes therein set forth, and that they were duly authorized to execute the same.

IN WITNESS WHEREOF I have set my hand and seal this 1st
day of July, 1964.

Regella F. White
Notary Public
My Commission expires 12/31/67


CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
PARK LOADING CORP.

Pursuant to a meeting of the stockholders of Park Loading Corp. specially called by the Board of Directors, and held on the 1st day of July, 1964 at the company offices at 2nd & M Streets in the City of Eureka, County of Humboldt, State of California:

Consideration was had of a proposed amendment to the Articles of Incorporation of Park Loading Corp. The amendment considered by the stockholders referred to Article I of the Articles which reads as follows:

Article I

The name of this corporation is PARK LOADING CORP. and its duration shall be perpetual.

It was moved, seconded and by 100% vote of all issued and outstanding stock entitled to vote, unanimously passed that Article I would be amended to read as follows:

Article I

The name of this Corporation is PARK CORPORATION and its duration shall be perpetual.

Dated this 1st day of July, 1964, in the City of Eureka, County of Humboldt, State of California.


Raymond P. Park, President


Stanley Lilly, Secretary

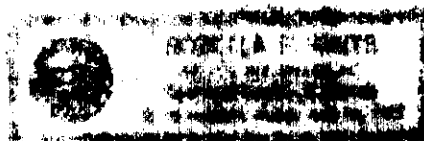
STATE OF CALIFORNIA)
) ss:
COUNTY OF HUMBOLDT)

The undersigned notary public in and for the said county in the said state does hereby certify that Raymond P. Park and Stanley Lilly to me personally known as the President and Secretary

of Park Loading Corp. , a corporation, and also known to me as the persons whose names are affixed to the foregoing instrument, appeared before me this day in person and acknowledged their signing, sealing and delivering the said instrument as the free and voluntary act of said corporation, for the consideration and purposes therein set forth, and that he was duly authorized to execute the same.



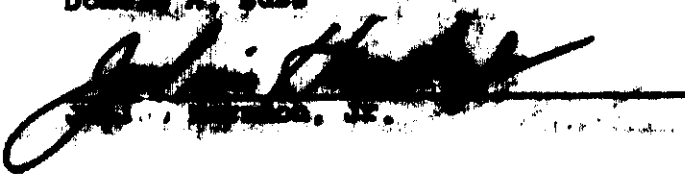
IN WITNESS WHEREOF I have set my hand and seal this 1st day of July, 1964.

Regella F. White
Notary Public
My Commission expires 4/29/67




WAIVER OF NOTICE

Due notice of the Stockholders' meeting of Park Loading Corp. is hereby waived pursuant to Nevada Revised Statutes 78.375.


Raymond P. Park

Donald A. Buss

Julian Herndon, Jr.

STATE OF CALIFORNIA)
COUNTY OF HUMBOLDT) ss:

the 12 day of July, 1964, before me came Raymond P. Park, Donald A. Buss, and Julian Herndon, Jr., to me known to be the individuals described in and who executed the foregoing instrument, and acknowledged that they executed the same.

WAIVER OF NOTICE

Due notice of the Board of Directors' meeting of Park
Loading Corp. is hereby waived pursuant to Nevada Revised
Statutes 78.375.



Roy Jackson



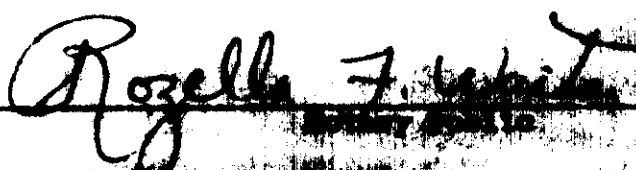
Stanley Lilly



Raymond P. Park

STATE OF CALIFORNIA)
) ss:
COUNTY OF HUMBOLDT)

On the 1st day of July, 1964, before me came Roy Jackson,
Stanley Lilly, and Raymond P. Park, to me known to be the indivi-
duals described in and who executed the foregoing instrument, and
acknowledged that they executed the same.



Rozella F. White

