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CLERK OF DISTRICT CLERK
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

FOREST SUPPLY, INC.

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, being a natural person, of legal age, and citizen of the United States of America, this day voluntarily associated for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and I do hereby certify:

ARTICLE I

The name of the corporation shall be Forest Supply, Inc.

ARTICLE II

The purposes for which this Corporation is formed are as follows:

A. To engage in the rental, loan, and lease of automobiles, trucks, tractors, trailers, and, without limitation, all types of motor vehicles, and, in connection therewith, to purchase and sell motor vehicles and equipment, vehicle parts, articles and accessories and to perform repairs and services in connection with the leasing, loaning, or rental of such vehicles, and to acquire, hold, and own any and all licenses, permits and franchises necessary or useful in connection with the business.

B. To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and other motor vehicles and any parts or accessories used in connection

IDAHO SECRETARY OF STATE

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therewith; and the purchasing, acquiring, owing, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

C. To carry on the business of share dealers or financial agent in all transactions relating to the sale, transfer, or exchange of every description of stocks, shares, debentures, bonds, mortgages, freehold, or leasehold property, life interest, reversions or other securities or investments for money, and all transactions and negotiations on commission or otherwise relating to such business; and to advance or negotiate the advance of money at interest on securities or otherwise; and to carry on the business of stock and sharebrokers, land, estate and mortgage agents, and brokers in all branches, such brokerage business specifically but not limited to any and all forms of business.

D. To buy or otherwise acquire real estate, and to subdivide, plat and sell the same, and generally to buy, sell and deal in real and personal property of every kind and description in such manner, and upon such terms as the board of directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

E. To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in and dispose of all such property, real and personal of any kind whatsoever as may be necessary or convenient in connection with the aforesaid business of the company, and in general to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly

or indirectly, to promote the interest of the corporation or to enhance the value of the property.

F. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment or any of the objects or the furtherance of any of the powers herein set forth, either alone or in any association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes, or any part or parts thereof, provided the same not be inconsistent with the laws under which this corporation is organized.

G. To transact the business of investing on behalf of itself or others, any part of its capital, and such additional funds as it may obtain, or any interest therein, whether as a tenant in common or otherwise, and selling, or otherwise disposing of same, or any part thereof, or interest therein.

H. To generally engage in, do and perform any enterprise, act or vocation that any natural person might or could do which are not repugnant to the law.

I. To purchase, to receive by way of gift, subscribe for, invest in, and all other ways acquire import lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble,

build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, closes in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the product and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to mineral, oil, gas and water rights, all or any part of any going business and its incident, franchises, subsidies, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of the foregoing, and to exercise its respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

J. To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

K. To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

L. To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation or any government or authority or subdivision or agency thereof.

M. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in IDAHO CODE Section 3-114, and to have and to exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The location and post office address of the registered office in this State, and principal place of business, shall be:

Physical:	255 E. Wyoming Hayden, ID 83835	Mailing:	2900 Government Way Suite 73 Coeur d'Alene, ID 83815
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ARTICLE V

The amount of capital stock in said corporation shall be Five Thousand and no/100 (\$5,000.00) Dollars, divided into fifty (50) shares, each of the value of One Hundred and no/100 (\$100.00) Dollars per share. All of said stock shall be common stock and non-assessable having equal voting rights, powers preference and restrictions.

The name and post office address of each of the Incorporators and the number of shares of common stock described in Article V subscribed by each, are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Ruth Atkinson	2900 Government Way Suite 73 Coeur d'Alene, ID 83815	1

The number of directors of the corporation shall not be less than two nor more then seven. The number of directors, qualifications, terms of office, manner of election, and the powers and duties of the directors shall be further officered by a President, Vice-President, Secretary/Treasurer, all of

whom shall be elected by the Board of Directors and shall hold office and have the powers to be specified in the By-Laws of this corporation.

ARTICLE VI

The names, addresses and terms of office of the first Directors are as follows:

<u>Name</u>	<u>Address</u>	<u>Terms</u>
Ruth Atkinson	2900 Government Way Suite 74 Coeur d'Alene, ID 83815	1
Myron Fetch	255 E. Wyoming Hayden, ID 83835	1

Subject to the power of the shareholders to amend, alter or repeal, the Board of Directors of this corporation shall have the power to amend such By-Laws defining the powers and duties of the officers in the corporation, and providing for such other matters adjacent to its affairs that they may deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho for these Articles of Incorporation. Registered Agent is Ruth Atkinson, 2900 Government Way, Suite 74, Coeur d'Alene, ID 83815.

ARTICLE VII

An amendment altering the Articles of Incorporation of this corporation, in any respect, may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as the law requires.

IN WITNESS WHEREOF, the incorporator has executed this instrument in triplicate on this 25th day of January, 1999.

Ruth Atkinson

STATE OF IDAHO)
)
County of Kootenai)

On this 25th day of January, 1999, before me, the undersigned Notary Public in and for said County and State, personally appeared Ruth Atkinson known to me to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged to me that she executed the same.

Debra Holt
Notary Public
Resides at: Rathdrum
Commission Expires: 5-22-2001