

# State of Idaho

## Department of State

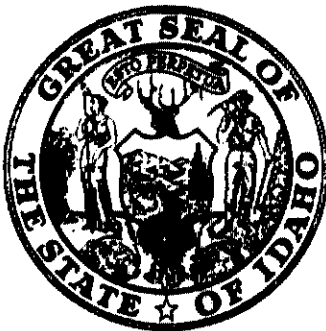
### CERTIFICATE OF INCORPORATION OF

COEUR D'BUDGE, 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 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: November 25, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Jonny Coulson*  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF  
COEUR d'BUDGE, INC.

RECEIVED  
SEC. OF STATE

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ARTICLE I NAME

The name of this Corporation is COEUR d'BUDGE, INC.

ARTICLE II - DURATION

This Corporation has perpetual existence.

ARTICLE III - PURPOSES

The Corporation is organized for the purposes of transacting any and all lawful business, trade or activity for which a corporation may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV - SHARES, PAR VALUE

The Corporation is authorized to issue fifty thousand (50,000) shares of common stock. The shares shall have no par value.

ARTICLE V - NO PREEMPTIVE RIGHTS

Except as may otherwise be provided by the Board of Directors, no preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this Corporation.

ARTICLE VI - NO CUMULATIVE VOTING

No cumulative voting rights shall exist with respect to shareholders electing directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation and the address of its initial registered office are as follows:

Mr. Keith D. Brown  
2104 North Williams  
Post Falls, ID 83854

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George P. Prekeges  
W. 430 First Avenue  
Spokane, WA 99204

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2 ARTICLE XI PERSONAL LIABILITY OF A DIRECTOR

3 No director of the Corporation shall be personally liable to  
4 the Corporation or its shareholders for monetary damages for  
5 conduct as a director; provided that this Article XI shall not  
6 eliminate the liability of a director for any act or omission for  
7 which such elimination of liability is not permitted under the  
8 Idaho Business Corporation Act. No amendment to the Idaho  
9 Business Corporation Act that further limits the acts or  
omissions for which elimination of liability is permitted shall  
affect the liability of a director for any act or omission which  
occurs prior to the effective date of such amendment.

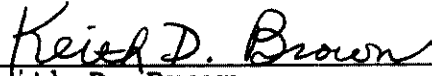
10 The undersigned, as incorporator of this Corporation under  
11 the Idaho Business Corporation Act, adopts these Articles of  
12 Incorporation.

13 DATED: November 20<sup>th</sup>, 1991.

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Ruell A. Searson

18 CONSENT TO SERVE AS REGISTERED AGENT

19  
20 I, Keith D. Brown, hereby consent to serve as registered  
21 agent in the State of Idaho for Coeur d'Budge, Inc.

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24 Keith D. Brown  
25 2104 North Williams  
26 Post Falls, ID 83854

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36 ARTICLES OF INCORPORATION - 3