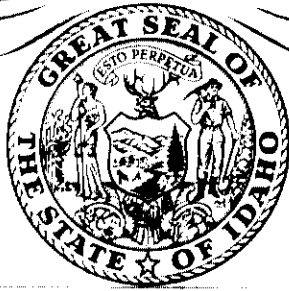


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

BENNETT LUMBER PRODUCTS, INC.

was filed in the office of the Secretary of State on the **Sixteenth** day of **June** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Moscow** in the County of **Latah**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **16th** day of **June**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

BENNETT LUMBER PRODUCTS, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, NATURAL PERSONS OF THE AGE OF 21 YEARS OR MORE, CITIZENS OF THE UNITED STATES, ACTING AS INCORPORATORS UNDER THE LAWS OF THE STATE OF IDAHO, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR BENNETT LUMBER PRODUCTS, INC.

I. NAME

THE NAME OF THIS CORPORATION IS TO BE BENNETT LUMBER PRODUCTS, INC.

II. PURPOSES

THE PURPOSES FOR WHICH BENNETT LUMBER PRODUCTS, INC. IS INCORPORATED ARE AS FOLLOWS:

1. TO GENERALLY ENGAGE IN, DO AND PERFORM ANY ENTERPRISE, ACT OR VOCATION THAT A NATURAL PERSON MIGHT OR COULD DO OR PERFORM.

2. TO MANUFACTURE, PRODUCE, PURCHASE OR OTHERWISE ACQUIRE, TO MORTGAGE, PLEDGE, SELL, ASSIGN AND TRANSFER, OR OTHERWISE DISPOSE OF, IMPORT, EXPORT, DISTRIBUTE, INVEST, TRADE, DEAL IN AND WITH, EITHER AS PRINCIPAL OR AGENT, GOODS, WARES, MERCHANDISE AND MATERIALS OF EVERY KIND OR DESCRIPTION WHETHER NOW KNOWN OR TO BE HEREAFTER DISCOVERED OR INVENTED, INCLUDING BUT NOT LIMITED TO PERSONAL PROPERTY, AND INCLUDING BUT NOT LIMITED TO EVERY KIND, CLASS AND DESCRIPTION.

3. TO ENGAGE IN, DO AND TRANSACT A LUMBER, BUILDING MATERIALS AND FOREST PRODUCTS BUSINESS IN ANY AND ALL OF ITS BRANCHES; TO BUY OR OTHERWISE ACQUIRE AND SELL OR OTHERWISE

DISPOSE OF, AND IN ANY MANNER DEAL IN, WITH, AND PROCESS TREES, LOGS, LUMBER, TIMBER, WOOD AND THE PRODUCTS OF FORESTS, OF ANY AND ALL KINDS, AND THE CHEMICAL COMPONENTS THEREOF, IN ANY AND ALL STATES, IN ANY FORM OR CONDITION, WHETHER FELLED, STANDING OR GROWING, AND IN ANY AND ALL WORKED, BUILT, MANUFACTURED OR MADE SHAPES, ARTICLES OR STRUCTURES. To PURCHASE, OR OTHERWISE ACQUIRE, BUILD, CONSTRUCT, OWN, HOLD, TAKE ON LEASE, RENT, USE, OPERATE, LEASE, LET, SELL, CONVEY, MORTGAGE, OR OTHERWISE DISPOSE OF, AND IN ANY MANNER DEAL IN AND WITH LANDS, TIMBER, LOGGING OPERATIONS, LUMBER MILLS, SAW MILLS, PLANING MILLS, KILNS AND OTHER WORKS, MACHINERY, PLANTS AND EQUIPMENT FOR HARVESTING, SAWING, PLANING, VENEERING, DRYING AND PROCESSING WOOD, FOREST PRODUCTS, AND LUMBER PRODUCTS; FELLING, HAULING OR OTHERWISE TRANSPORTING, CUTTING, DRESSING, TREATING, WORKING AND HAULING TREES, LOGS, LUMBER, TIMBER, WOOD, FOREST PRODUCTS, IN ANY AND ALL FORMS AND FOR ANY AND ALL PURPOSES. To BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND FROM TIME TO TIME, WITHOUT LIMIT AS TO AMOUNT, TO DRAW, MAKE, ACCEPT, ENDORSE, EXECUTE AND ISSUE PROMISSORY NOTES, DRAFTS AND BILLS OF EXCHANGE, WARRANTS, BONDS, DEBENTURES AND OTHER NEGOTIABLE OR NON-NEGOTIABLE INSTRUMENTS AND EVIDENCES OF INDEBTEDNESS FOR ANY OF THE OBJECTS OR PURPOSES OF THE CORPORATION AND TO SECURE PAYMENT OF ANY THEREOF AND THE INTEREST THEREON BY MORTGAGE UPON OR PLEDGE, CONVEYANCE OR ASSIGNMENT IN TRUST OF THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION AND TO SELL, PLEDGE OR OTHERWISE DISPOSE OF SUCH BONDS OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

4. To PURCHASE, HOLD, SELL, TRANSFER SHARES OF ITS OWN CAPITAL STOCK PROVIDED IT SHALL NOT USE ITS FUNDS OR PROPERTY

FOR THE PURCHASE OF SUCH SHARES WHEN SUCH USE WOULD CAUSE ANY IMPAIRMENT OF ITS CAPITAL STOCK.

III. DURATION

THE PERIOD OF DURATION OF BENNETT LUMBER PRODUCTS, INC. SHALL BE PERPETUAL.

IV. LOCATION AND POST OFFICE ADDRESS OF REGISTERED OFFICE IN THIS STATE

THE LOCATION AND POST OFFICE ADDRESS OF THE REGISTERED OFFICE OF BENNETT LUMBER PRODUCTS, INC. AND THE PLACE OF ITS GENERAL BUSINESS AND ITS PRINCIPAL OFFICE SHALL BE TROY ROAD, MOSCOW, LATAH COUNTY, IDAHO. BRANCH PLACES OF BUSINESS AND OFFICES FOR CARRYING ON THE BUSINESS OF THE CORPORATION MAY BE ESTABLISHED AT SUCH OTHER PLACES AS THE BOARD OF DIRECTORS MAY DEEM ADVISABLE AND THE BUSINESS OF SAID CORPORATION MAY BE CARRIED ON IN ANY OTHER STATE, STATES, COUNTRY OR COUNTRIES. THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION MAY BE CHANGED BY THE BOARD OF DIRECTORS OF THE CORPORATION AT ANY REGULAR OR SPECIAL MEETING OF SAID BOARD.

V. TOTAL AUTHORIZED SHARES IN AGGREGATE PAR VALUE

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 1,000 SHARES OF COMMON STOCK OF A PAR VALUE OF \$100.00 PER SHARE FOR A TOTAL AUTHORIZED CAPITALIZATION OF \$100,000.00.

VI. INCORPORATORS

THE NAME AND ADDRESS OF EACH INCORPORATOR AND NUMBER OF SHARES SUBSCRIBED FOR IS AS FOLLOWS:

R. GUY BENNETT	P.O. Box 231, CLARKSTON, WASH.	1 SHARE
RICHARD G. BENNETT	1419 BIRCH, CLARKSTON, WASH.	1 SHARE
FRANK R. BENNETT	810 - 14TH, CLARKSTON, WASH.	1 SHARE.

VII. DIRECTORS

THE BOARD OF DIRECTORS OF SAID CORPORATION SHALL BE OF A

NUMBER OF NOT LESS THAN THREE (3) NOR MORE THAN FIVE (5).

THE INITIAL DIRECTORS WHO SHALL SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

R. GUY BENNETT
RICHARD G. BENNETT
FRANK R. BENNETT

VIII. SEAL

THE CORPORATION SHALL NOT HAVE A SEAL.

IN WITNESS WHEREOF WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS 8th DAY OF JUNE, 1961.

R. Guy Bennett
Richard G. Bennett
Frank R. Bennett

STATE OF IDAHO)
COUNTY OF NEZ PERCE) SS.

ON THIS 8th DAY OF JUNE, 1961, BEFORE ME, A NOTARY PUBLIC IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED R. GUY BENNETT, RICHARD G. BENNETT, AND FRANK R. BENNETT, KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE WITHIN INSTRUMENT AND ACKNOWLEDGED TO ME THAT THEY EXECUTED THE SAME.

IN WITNESS WHEREOF I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL THE DAY AND YEAR IN THIS CERTIFICATE FIRST ABOVE WRITTEN.

Wynne R. Clark
NOTARY PUBLIC IN AND FOR THE STATE OF IDAHO
RESIDING AT LEWISTON THEREIN.