

**CERTIFICATE OF INCORPORATION
OF**

BARBARA J. 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: March 6, 1991



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

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NAME

1. The name of the corporation is BARBARA J, INC.

DURATION

2. The period of it's duration is perpetual.

PURPOSE

3. The purpose or purposes for which this corporation is formed are as follows:
 - (a) The purpose of Barbara J, Inc., shall be to engage in the business of commercial fishery, fishing, and/or the business of holding, owning, maintaining, managing, improving, developing, operating, selling, transferring, conveying, leasing mortgaging, exchanging, or otherwise disposing of or dealing with or in real property, or dealing with or otherwise dealing in any other necessary, lawful, and proper business enterprise, under the designation, name and style of Barbara J; and to perform any acts to accomplish the foregoing purposes; and
 - (b) Except as otherwise prohibited by Idaho law, the corporation, in furtherance of it's corporate purposes set forth above, shall have all of the powers necessary and proper for the effectuation of any and all legitimate enterprises of the corporation, subject to any limitations provided by the laws of the State of Idaho.

AUTHORIZED SHARES

4. It shall have authority to issue One Hundred Thousand (100,000) shares, all of one class, at no par value.

REGISTERED AGENT

5. The address of it's initial registered office is 973 Grays Creek Road, Indian Valley, Idaho 83632, and the name of it's initial registered agent at such address is Phil Holmes.

DIRECTORS

6. The number of directors constituting it's initial Board of Directors is two (2), whose names and addresses are:

PHILIP J. HOLMES
973 GRAYS CREEK ROAD
INDIAN VALLEY, ID 83632

DIANA S. HOLMES
973 GRAYS CREEK ROAD
INDIAN VALLEY, ID 83632

INCORPORATORS


7. The name and address of each incorporator is as follows:

PHILIP J. HOLMES
973 GRAYS CREEK ROAD
INDIAN VALLEY, ID 83632

DIANA S. HOLMES
973 GRAYS CREEK ROAD
INDIAN VALLEY, ID 83632

DATED this 4th day of March, 1991.

SIGNATURES:


PHILIP J. HOLMES


DIANA S. HOLMES

STATE OF IDAHO

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ss.
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County of Washington

On this 4th day of March, 1991, before me, a Notary Public in and for said State, personally appeared PHILIP J. HOLMES, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

Suzanne E White
Notary Public for Idaho
Residing at: Weiser
My Commission Expires: 10-12-95

STATE OF IDAHO

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ss.
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County of Washington

On this 4 day of March, 1991, before me, a Notary Public in and for said State, personally appeared DIANA S. HOLMES, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

Suzanne E White
Notary Public for Idaho
Residing at: Weiser
My Commission Expires: 10-12-95