

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

#### IDAHO VENEER MANUFACTURING COMPANY

was filed in the office of the Secretary of State on the **21st** day of **March** A.D. One Thousand Nine Hundred **Fifty-Five** and duly recorded on Film No. **89** 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 **Post Falls** in the County of **Kootenai**

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

**21st** day of **March**  
A.D., 19**55** .

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
IDAHO VENEER MANUFACTURING COMPANY

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all of whom are of legal age and citizens of the United States, have this day voluntarily associated ourselves and do hereby and by these Articles of Incorporation unite and associate ourselves for the purpose of forming a Corporation under the laws of the State of Idaho, and we hereby acknowledge, enter into, and adopt the following Articles of Incorporation:

ARTICLE I.

The name of this Corporation shall be IDAHO VENEER MANUFACTURING COMPANY.

ARTICLE II.

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Idaho, this Corporation shall also have the following purposes and powers.

(1) To construct, own, lease and operate veneer manufacturing plants, sawmills, pulp mills and other mills and to generally engage in the lumber and milling business;

(2) To engage in, carry on and conduct a business of buying, selling, and generally dealing in timber,

timber products, lumber, building supplies, hardware, veneer and related products;

(3) To carry on business as a timber merchant, sawmill proprietor, and timber grower, and to buy, sell, grow, prepare for market, manipulate, import, export, and deal in timber and wood of all kinds and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used.

(4) To buy, cut, sell, manufacture, and transport timber, lumber, grain, pulp, and the products thereof;

(5) To engage in and carry on a general merchandising business and/or engage in any business which may be lawfully carried on by a general business corporation under the laws of the State of Idaho.

(6) To purchase or otherwise acquire, own and hold unlimitedly such real and personal property of every kind and description within and without the State of Idaho, which may be suitable, necessary, useful or advisable in connection with any or all of the objects hereinbefore or hereinafter set forth, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of and deal in any of such property.

### ARTICLE III.

The principal place of business of this Corporation is Post Falls, Kootenai County, Idaho, and the

Post Office address of its registered office in the State of Idaho shall be Post Falls, Idaho.

#### ARTICLE IV.

The period of the duration of this Corporation shall be perpetual.

#### ARTICLE V.

The total authorized Capital Stock of this Corporation shall be divided into Five Hundred (500) shares, Common Stock, which shall be issued without nominal or par value and shall be sold at Twenty (\$20.00) Dollars per share.

If at any time any Stockholder desires to sell and dispose of his or her Common Stock, such Stockholder shall first offer it in writing to the Board of this Corporation, stating price and terms, and give the Board of Directors sixty (60) days within which to purchase the same on behalf of this Corporation or to place the same on behalf of this Corporation or to place it with any other Purchaser. At the expiration of sixty (60) days if the Board of Directors has not purchased it on behalf of the Corporation or placed it with a Purchaser who has settled for the same, such Stockholder shall have the right to sell, within six (6) months from date of original offer to the Board of Directors, to whoever will purchase for the same price and upon the same terms for which it was offered to the Board of Directors. No shares offered as hereinabove required and remaining unsold shall, however, be sold at any price by the

Shareholder making such offer after the lapse of said six months' period unless a new offer is made to the Corporation in the manner hereinabove set forth.

ARTICLE VI.

The names and Post Office Addresses of each of the Incorporators and a statement of the number of shares subscribed by each, are as follow:

NAME OF SUBSCRIBERS:	POST OFFICE ADDRESS:	NUMBER OF SHARES:	AMOUNT:
JOHN F, GREGOR	Post Falls, Idaho	26 shares	\$520.00
LEONARD A. MALLOY	Post Falls, Idaho	12 shares	\$240.00
ROBERT W. MALLOY	Post Falls, Idaho	12 shares	\$240.00

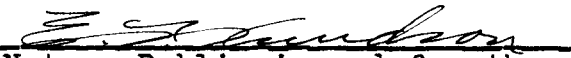
IN WITNESS WHEREOF, we have hereunto set our hands and seals this 19<sup>th</sup> day of March, A. D., 1955.

John F. Gregor  
Leonard A. Malloy  
Robert W. Malloy

STATE OF IDAHO )  
County of Kootenai ) ss

On this 19<sup>th</sup> day of March, A. D., 1955, before me, the undersigned Notary Public, personally appeared JOHN F. GREGOR, LEONARD A. MALLOY and ROBERT W. MALLOY, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my Notarial Seal the day and year in this cer-  
tificate first above written.

  
Notary Public in and for the  
State of Idaho, residing at  
Coeur d'Alene. My Commission  
expires: Aug. 20, 1956.