



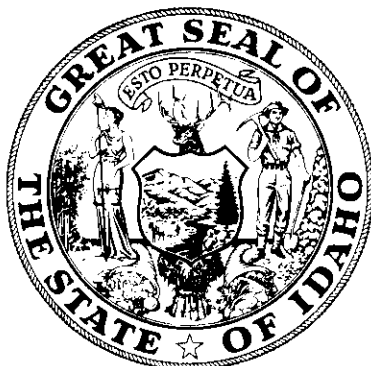
CERTIFICATE OF AUTHORITY
OF

BROOKS RESOURCES BUILDING COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BROOKS RESOURCES BUILDING COMPANY for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to BROOKS RESOURCES BUILDING COMPANY to transact business in this State under the name BROOKS RESOURCES BUILDING COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated September 10th, 19 82.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is BROOKS RESOURCES BUILDING COMPANY
2. *The name which it shall use in Idaho is BROOKS RESOURCES BUILDING COMPANY
3. It is incorporated under the laws of Oregon
4. The date of its incorporation is July 23, 1982 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 416 Northeast Greenwood, Bend, Oregon 97701
6. The street address of its proposed registered office in Idaho is 1100 West Jefferson, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is Gregory R. Lansberry
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: real estate development
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Michael P. Hollern</u>	<u>Chairman of the Board</u>	<u>416 Northeast Greenwood Bend, Oregon 97701</u>
<u>William L. Smith</u>	<u>President</u>	<u>416 Northeast Greenwood Bend, Oregon 97701</u>
<u>Linda A. Balding</u>	<u>Secretary</u>	<u>416 Northeast Greenwood Bend, Oregon 97701</u>
<u>W. Douglas Caudell</u>	<u>Treasurer</u>	<u>416 Northeast Greenwood Bend, Oregon 97701</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>5,000</u>	<u>Common</u>	<u>\$1 par value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	\$1 par value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 18, 19 82.

BROOKS RESOURCES BUILDING COMPANY

By William L. Smith
William L. Smith

Its _____ President

and Linda A. Balding
Linda A. Balding

Its _____ Secretary

STATE OF OREGON)

COUNTY OF DESCHUTES)

ss:

I, Chloe E. Lowe, a notary public, do hereby certify that on this 18th day of August, 19 82, personally appeared before me William L. Smith, who being by me first duly sworn, declared that he is the President of Brooks Resources Building Company.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Chloe E. Lowe

Notary Public

My commission expires: 11-16-84

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

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CONSENT TO USE OF NAME

DEPT. OF
STATE

Secretary of State of Idaho
Statehouse
Boise, Idaho 83720

Re: Brooks Resources Building Company

Gentlemen:

The undersigned corporations do hereby consent to the use of the name BROOKS RESOURCES BUILDING COMPANY in the State of Idaho, and you are authorized to accept the Application for Certificate of Authority to Transact Business in the State of Idaho and issue your Certificate of Authority for Brooks Resources Building Company.

Dated this 10 day of September, 1982.

BROOKS RESOURCES CORPORATION

By

Linda A. Balding
Secretary

BROOKS RESOURCES SALES CORP.

By

William J. Pengra
William J. Pengra, Treasurer

RECEIVED
State of Oregon
SECRETARY OF
STATE
Department of Commerce
Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of
.....
BROOKS RESOURCES BUILDING COMPANY
.....
with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

In Testimony Whereof, I have hereunto set my hand and
affixed hereto the seal of the Corporation Division of
the Department of Commerce of the State of Oregon
this 4th day of August , 19 82 .



Frank J. Healy
Corporation Commissioner

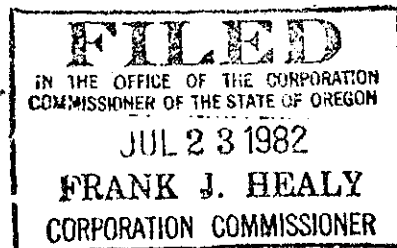
By *Nellie Tuttle*

One or more natural persons of the age of 18 years or more may incorporate a business corporation by signing, verifying and delivering Articles of Incorporation in duplicate to the Corporation Commissioner. The procedure for the formation of business corporations is set forth in ORS 57.306 through 57.331. See ORS 57.311 for the content of Articles of Incorporation.

FILE NO.

1162157

Articles of Incorporation



The undersigned natural person(s) of the age of eighteen years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I The name of this corporation is BROOKS RESOURCES BUILDING COMPANY

(The corporate name must contain the word "Corporation", "Company", "Incorporated" or "Limited" or an abbreviation of one of such words.)

and its duration shall be perpetual

ARTICLE II The purpose or purposes for which the corporation is organized are:

Any lawful activity for which corporations may be organized
under Oregon Revised Statutes, Chapter 57.

(It is not necessary to set forth in the Articles any of the corporate powers enumerated in ORS 57.030 and 57.035. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity for which corporations may be organized under ORS Chapter 57"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

ARTICLE III The aggregate number of shares which the corporation shall have authority to issue is
5,000 shares of \$1 par value

(Insert statement as to par value of such shares or a statement that all of such shares are to be without par value. If there is more than one class of stock, insert a statement as to the preference, limitations and relative rights of each class.)

ARTICLE IV The address of the initial registered office of the corporation is 416 Northeast Greenwood, Bend, Oregon 97701

ARTICLE V The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

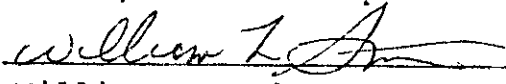
<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
<u>Michael P. Hollern</u>	<u>416 Northeast Greenwood</u> <u>Bend, Oregon 97701</u>
<u>William L. Smith</u>	<u>416 Northeast Greenwood</u> <u>Bend, Oregon 97701</u>
_____	_____
_____	_____

ARTICLE VI The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
<u>William L. Smith</u>	<u>416 Northeast Greenwood</u> <u>Bend, Oregon 97701</u>
_____	_____

ARTICLE VII (Provisions for regulation of internal affairs of the corporation as may be appropriate.)

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

_____	
_____	<u>William L. Smith</u>

Dated June 28, 19 82

**Submit articles in duplicate original with filing and license fees as listed below. Duplicate original means both copies MUST have original signatures.

If authorized shares exceed	But do not exceed	Filing Fee	License Fee	Total Fees
\$ 0	\$ 5,000	\$ 10	\$ 10	\$ 20
5,000	10,000	15	15	30
10,000	25,000	20	20	40
25,000	50,000	30	30	60
50,000	100,000	50	50	100
100,000	250,000	75	75	150
250,000	500,000	100	100	200
500,000	1,000,000	125	125	250

If the authorized shares exceed \$1,000,000, a \$200 license fee and a \$200 filing fee—totaling \$400.

To determine the amount of organization fee payable by a corporation having stock without par value, but for no other purpose, such shares of stock shall be deemed equivalent to shares having a par value of \$10 each.

*File with Corporation Commissioner, Commerce Building, 158 12th Street N.E., Salem, Oregon 97310.