

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

THE CHAPMAN CORPORATION

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: April 15, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

OF

93 APR 15 AM 8 26

THE CHAPMAN CORPORATION

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE

Name. The name of the corporation is THE CHAPMAN CORPORATION.

ARTICLE TWO

Purposes. The purpose of the corporation is to engage in a logging contracting business, including the participation in general sales, production, transportation and processing of logs and timber, and other aspects of the general logging business. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of

Idaho is: 2215 Washington Avenue, City of St. Maries, County of Benewah, State of Idaho 83861. The name of the corporation's initial registered agent at such address is LARRY G. CHAPMAN.

ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is 10,000. The stock shall not have par value.

ARTICLE SIX

Transfer of Stock. In case a stockholder desires to sell his or her shares of stock, the stockholder must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his or her stock shall file notice in writing of the stockholder's intention with the secretary of the corporation, stating the terms of sale, and unless the stockholder's terms are accepted by any or all other stockholders within ninety (90) days thereafter, they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else. Further detail regarding stock transfer or stock transfer restrictions may be set forth in the corporation's by-laws, resolutions or in a shareholder agreement.

ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

<u>NAME</u>	<u>ADDRESS</u>
1. LARRY G. CHAPMAN	2215 Washington Avenue St. Maries, Idaho 83861
2. DARREL K. CHAPMAN	P.O. Box 1016 Ontario, Oregon 97914
3. BERNICE L. CHAPMAN	Route 4 Box 55B St. Maries, Idaho 83861.

ARTICLE EIGHT

Incorporators. The name and address of the incorporator for this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
1. LARRY G. CHAPMAN	2215 Washington Avenue St. Maries, Idaho 83861.

EXECUTED in duplicate this 13th day of April, 1993.


LARRY G. CHAPMAN

IDaho SECRETARY OF STATE
19930415 0900 66920 2
CK #: 5124 CUST# 1
CORPORATIO 10 60.00= 60.00

: