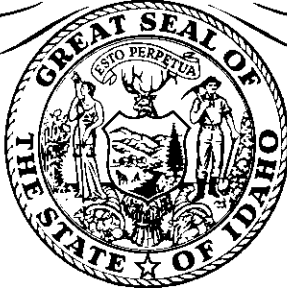


# State of Idaho



## 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

**HAYDEN LAKE SHORES, INC.**

was filed in the office of the Secretary of State on the **Eleventh** day  
of **September,** A.D. One Thousand Nine Hundred **Sixty-two** and  
duly recorded on Film No. **120** 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

**Coeur d'Alene**

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 **11th** day of **September** ,  
A.D., 19 **62** .

Secretary of State.

ARTICLES OF INCORPORATION

of

HAYDEN LAKE SHORES, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being residents and citizens of the United States of America, and of legal age, do by this agreement associate ourselves together for the purpose of forming a corporation under the provisions of the laws of the State of Idaho, and we do hereby certify as follows:

I.

The name of this corporation shall be HAYDEN LAKE SHORES, INC.,

II.

The purpose of this corporation is to purchase, lease, subdivide, take in exchange, develop and improve, sell, assign, transfer or otherwise acquire lands or interests therein, and to sell, lease, sublease, pledge and otherwise encumber real property and all or any structures situated thereon; to erect buildings, deal in building materials; to take or hold mortgages on any unpaid balances of the purchase price on any of the land sold, and to sell or dispose of mortgages, contracts; to improve, alter and manage the said lands and buildings; to guarantee and otherwise assist in the performance of contracts or mortgages of persons, firms or corporations with whom the corporation has dealings, and to assume and take over such mortgages and contracts on default, and for such other related purposes therewith, as may be necessary to carry out the purposes thereof, and to do all and everything necessary, suitable and proper for the

accomplishment of any of the powers herein set forth, either alone or in association with other corporations, firms or individuals, and to do every act or acts, things or thing pertinent or growing out of, or connected with the objectives or purposes, or any part thereof, provided herein, insofar as the same shall not be inconsistent with the laws of the State of Idaho under which this corporation is formed.

III.

The duration of this corporation shall be perpetual.

IV.

The post office address of the corporation's registered office is P. O. Box 465, Coeur d'Alene, Kootenai County, Idaho

V.

The total number of authorized non par value shares is 50,000. There shall be no shares of stock having a par value and the total number of shares having no par value shall be 50,000.

VI.

The stock of this corporation shall be divided into 50,000 shares of common stock.

VII.

The names and addresses of each of the incorporators and the number of shares for which each has subscribed is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of shares</u>
James S. Sutherland	1407 Maple Pullman, Washington	16,666
Vern W. Johnson	601 No. Cedar Spokane, Washington	16,666
Thornton C. Murphy	Box 2685 Terminal Annex Spokane, Washington	16,666

VIII.

The directors of this corporation shall adopt such By-laws as are necessary for the operation of the business of this corporation and shall have the right to amend such By-laws in conformity with the provisions of said By-laws.

IX.

The number of directors to be elected at the first meeting of the corporation, and who shall act and serve until their successors are duly elected by the shareholders is three (3).

IN WITNESS WHEREOF, this instrument is subscribed to with our names and seals this 3rd day of August, 1962.

James S. Sutherland  
Vern W. Johnson  
Thornton C. Murphy

STATE OF IDAHO       )  
County of Kootenai )<sup>ss.</sup>

On this 3rd day of August, 1962, before me, the undersigned Notary Public, personally appeared JAMES S. SUTHERLAND, VERN W. JOHNSON and THORNTON C. MURPHY, known to me to be the persons whose names are subscribed to the above as the incorporators, and they each 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 first written.

William E. Spillman  
Notary Public for Idaho  
Residing at Coeur d'Alene  
My commission expires: 6-1-65