

State of Idaho

Department of State.

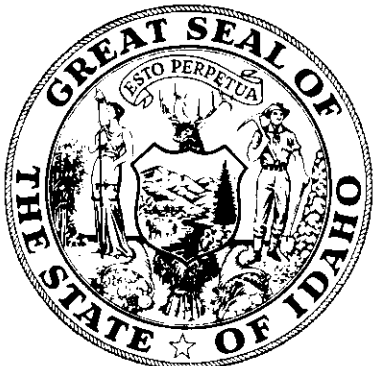
CERTIFICATE OF AUTHORITY OF

_____ PENLEW INVESTMENT CO. _____

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PENLEW INVESTMENT CO. _____
_____ 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 PENLEW INVESTMENT CO. _____
to transact business in this State under the name PENLEW INVESTMENT CO. _____
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated June 12 _____, 1980 _____



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 Penlew Investment Co.
2. *The name which it shall use in Idaho is Penlew Investment Co.
3. It is incorporated under the laws of the State of Oregon.
4. The date of its incorporation is June 2, 1978 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 240 Southeast Third, Pendleton, OR 97301.
6. The address of its proposed registered office in Idaho is 2108 First Avenue North, Lewiston, ID 83501, and the name of its proposed registered agent in Idaho at that address is Robert W. Prasil.
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To purchase, develop and lease or sell real property.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Robert W. Prasil</u>	<u>President</u>	<u>3930 Country Club Road, Lewiston, ID 83501</u>
<u>Gary D. Prasil</u>	<u>Secretary-Treasurer</u>	<u>3000 24th Street, Clarkston, WA 99403</u>
<u>R. D. Dixon</u>	<u>Vice-President</u>	<u>240 Southeast Third, Pendleton, OR 97301</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>1000</u>	<u>Common</u>	<u>Without par value</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </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
<u>500</u>	<u>Common</u>	<u>Without par value</u>
_____	_____	_____
_____	_____	_____

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 June 9, 19 80.

PENLEW INVESTMENT CO.

By _____

Its _____ President

and _____

Its _____ Secretary

STATE OF I D A H O)
)ss:
COUNTY OF NEZ PERCE)

I, ROBERT P. BROWN, a notary public, do hereby certify that on this 9th day of June, 19 80, personally appeared before me Robert W. Prasil, who being by me first duly sworn, declared that he is the President of Penlew Investment Co.,

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

Robert P. Brown

Notary Public

*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.

State of Oregon

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
PENLEW INVESTMENT CO.

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.

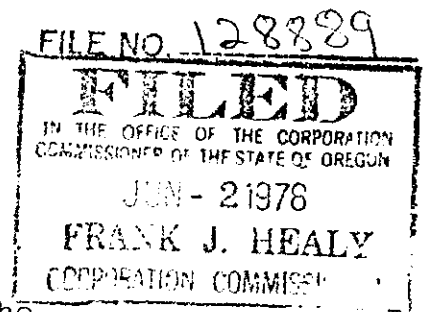
In Testimony Whereof, I have hereunto set my hand and
affixed hereto the seal of the Corporation Division of
the Department of Commerce of the State of Oregon
this 3rd day of June, 1980.



Frank J. Healy
Corporation Commissioner

By Frank J. Healy

ARTICLES OF INCORPORATION
OF
PENLEW INVESTMENT CO.



KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, a natural person of the age of 18 years or more, acting as incorporator under the Oregon Business Corporation Act, do hereby make, verify, subscribe and acknowledge in duplicate the within Articles of Incorporation as follows:

ARTICLE I.

The name of this corporation is PENLEW INVESTMENT CO., and its duration shall be perpetual.

ARTICLE II.

The address of the initial registered office of this corporation is 240 S.E. 3rd, Pendleton, Oregon, 97801, and the name of its initial registered agent at such address is R. D. DIXON.

ARTICLE III.

The nature of the business, or the objects, or purposes, proposed to be transacted, promoted, or carried on by this corporation are as follows:

(A) To purchase, develop and lease or sell real property.

(B) In general, to carry on any and all businesses

in connection with the objectives and purposes hereinabove stated and incident thereto and not forbidden by the laws of the State of Oregon, and with all powers conferred upon corporations by the laws of the State of Oregon.

(C) The corporation is hereby granted the right and power to extend its activities and operation to any state, territory, or possession of the United States, and to any foreign country, to the extent permissible within the objectives and purposes of the corporation as herein set forth.

(D) To acquire, own, hold and dispose of licenses, franchises, permits, patents, copyrights, trademarks, trade names and agencies in connection with or incident to the objectives and purposes of the corporation.

(E) To borrow or raise money without limit as to amount by the issue of bonds, debentures and other negotiable or transferable instruments, or other obligations of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property of the corporation wherever situated, whether now owned or hereafter acquired.

(F) To purchase and own such furniture, fixtures, equipment, vehicles, tools, machinery, goods and chattels of all kinds as the corporation may deem necessary or conven-

ient in the operation and conduct of its business and affairs or in the carrying on of any of the authorized activities of the corporation.

(G) To purchase or otherwise acquire, in whole or in part, the business, good will, rights, franchises, licenses, permits, assets and property of every kind or character of any person, firm, association or corporation, and to assume, undertake, guarantee or advance funds on any note, bond, contract or other obligation, in whole or in part, of any person, firm, association or corporation.

(H) To acquire and hold with power to sell, mortgage or lease, such real estate as may be necessary to accomplish any of said businesses; and to acquire or erect buildings or plants as may be necessary to the conduct of any of said businesses.

(I) To purchase, exchange, sell and deal with any stocks, bonds, securities or evidences of indebtedness of this corporation, or of any other corporation.

(J) To contract with persons, firms, associations, corporations, or governmental agencies capable of contracting, as to matters appertaining to the objectives and purposes of the corporation herein set forth, and to carry out and perform said contracts.

(K) To do and perform all services, activities and functions which are ordinarily and properly connected with or incident to the operation of the business and affairs

of the corporation as herein defined, in the same manner as a natural person. The corporation need not carry out or engage in the pursuit of all of the foregoing objectives and purposes, and it shall be sufficient if at any time the corporation is engaged in any one or more of such objectives or purposes.

ARTICLE IV.

The total number of shares authorized to be issued by the corporation is 1000 shares of common stock without nominal or par value.

ARTICLE V.

The corporation will not commence business until One Thousand Dollars (\$1,000.00) has been received by it as consideration for the issuance of its shares.

ARTICLE VI.

The number of directors constituting the initial Board of Directors of the corporation is three (3).

The names and addresses of the persons who are to serve as directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

ROBERT W. PRASIL, 3930 Country Club Rd., Lewiston, ID 83501,
GARY D. PRASIL, 3000 24th St., Clarkston Heights, WN 99403,
R. D. DIXON, 240 S.E. 3rd, Pendleton, Oregon 97301.

ARTICLE VII.

The capital stock of this corporation, after the

amount of the subscription price as fixed by the Board of Directors has been paid into the corporation, shall not be subject to assessment to pay debts of the corporation, and no paid up stock and no stock issued as fully paid shall ever be assessable or assessed, and the Articles of Incorporation of the corporation shall not be amended in this particular.

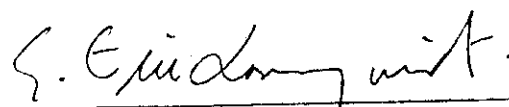
ARTICLE VIII.

The shareholders of this corporation shall not have a pre-emptive right in or right to acquire un-issued, newly issued or treasury shares or securities convertible into such shares.

ARTICLE IX.

The name and address of the incorporator who has signed these Articles of Incorporation is G. Eric Lonquist.

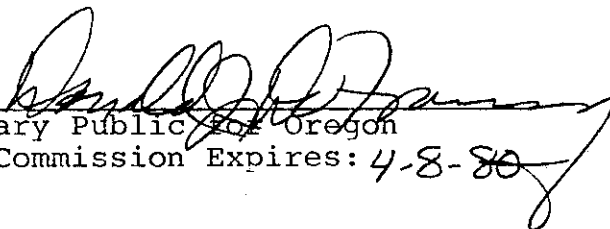
I, the undersigned, for the purpose of forming a corporation to do business both within and without the State of Oregon, and in pursuance of the general Corporation Law of the State of Oregon, do make and file this certificate, hereby declaring and certifying that the facts hereinabove stated are true, and accordingly have hereunto set my hand and seal this 26th day of May, 1978.



G. Eric Lonquist

STATE OF OREGON)
)SS
COUNTY OF MULTNOMAH)

I, DONALD J. DeFRANCO, a Notary Public for Oregon, hereby certify that on the 26th day of May, 1978 personally appeared before me, G. ERIC LONNQUIST, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.



Notary Public for Oregon
My Commission Expires: 4-8-80

(NOTARIAL SEAL)