



CERTIFICATE OF INCORPORATION
OF

TERRY LACK, INC.

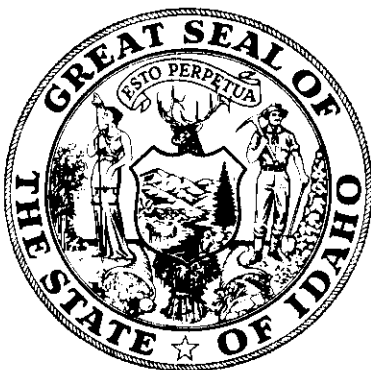
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

TERRY LACK, INC.

, 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 November 28, , 19 79 .



SECRETARY OF STATE

Corporation Clerk

1 ARTICLES OF INCORPORATION

2 OF

3 **TERRY LACK, INC.**

4
5 KNOW ALL MEN BY THESE PRESENTS:

6 That I, the undersigned, being at full age and a citizen of the United States,
7 have associated myself for the purpose of forming a corporation under the laws
8 of the State of Idaho, and in pursuance thereof, do hereby sign and acknowledge
9 the following Articles of Incorporation in triplicate originals and do state
10 as follows:

11 ARTICLE I

12 That the name of this Corporation shall be **Terry Lack, Inc.**

13 ARTICLE II

14 That the objects for which this Corporation is formed are:

15 1. To take, buy, exchange, lease or otherwise acquire real estate and
16 any interest or right therein, and to hold, own, operate, control, maintain,
17 manage and develop them and to construct, maintain, alter, manage, and control
18 directly or through ownership of stock in any other Corporation any and all kinds
19 of building, stores, offices, warehouses, mills, shops, factories, machinery
20 and plants, and any and all other structures and erections which may at any
21 time by necessary, useful, or advantageous for the purposes of this Corporation.

22 2. To take, purchase, or otherwise acquire, and to own and hold such
23 personal property, chattels, chattels real, rights, easements, privileges,
24 choses in action, notes, bonds, mortgages, and securities as may lawfully be
25 acquired and held by it under the laws of the State of Idaho.

26 3. To survey, subdivide, plat, improve, and develop lands for purposes
27 of sale or otherwise, and to do and perform all things needful and lawful for
28 its development for agricultural, residence, trade and business.

29 4. To engage in any lawful business in any lawful manner in any place in

1 statutes, treaties, regulations, and customs thereof, including foreign trade,
2 shipping, air water, rail, automotive, or other transportation, manufacturing,
3 public utilities, mining and development of minerals, oil production, refining,
4 marketing and related businesses, investments, motion, talking or silent, or
5 other visual or sound pictures, or television, or the production of shows or
6 entertainment or the formation of membership clubs, farming, packing, canning,
7 lumbering, real estate, insurance, shipbuilding, salvage, marketing, retail,
8 wholesale, or other business or businesses, operation of hotels, lodging, or
9 housing accommodations of every kind and description, and any other lawful
10 business now or hereafter authorized to be conducted lawfully in this or any
11 other country in the world.

12 5. For any of the purposes of the corporation, to enter into, make, and
13 perform contracts of every kind for any lawful purpose, with any person, firm
14 association, or corporation, municipal body, politic, country, territory,
15 state, government, or colony or dependency thereof; and without limitation as
16 to amount to draw, make, accept, indurse, discount, execute, and issue
17 promissary notes or other evidences of indebtedness of a corporation, whether
18 secured by mortgage or otherwise, insofar as may be permitted by the laws of
19 the State of Idaho.

20 6. To engage in any and all kindred occupations usual or germane to the
21 business hereinbefore expressed, and to exercise every power and authority
22 granted or conferred by the general incorporation laws of the State of Idaho,
23 or under any special laws of said state applying to corporations of this
24 character and to do and perform any and all things necessary, proper or con-
25 venient for the carrying out or accomplishment of the objects and the purposes
26 herein specified.

27 7. It is hereby expressly provided that the following enumeration of
28 specific powers shall not be held to limit or restrict in any manner the
29 powers of this Corporation.

30 ARTICLE III

31 That this corporation shall continue perpetually,

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ARTICLE IV

That the location and post office address of the registered office of this Corporation shall be Route 3, Box 483, Coeur d'Alene, Idaho 83814.

The registered agent is Terry N. Lack.

ARTICLE V

That the name and post office address of the incorporator and the number of shares subscribed by him are as follows, to-wit:

<u>Name</u>	<u>Post Office Address</u>	<u>Shares</u>
Terry N. Lack	P. O. Box 485 Coeur d'Alene, Idaho 83814	500 shares

ARTICLE VI

That the amount of capital stock of this Corporation shall be Fifty Thousand Dollars (\$50,000.00) divided into Fifty Thousand (50,000.00) shares, of the per value of One Dollar (\$1.00) each.

ARTICLE VII

That the amount of paid-in capital with which this Corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE VIII

That the number of directors of this Corporation shall be one; that the number qualification, terms of office, manner of election time and place of meeting and the powers and duties of the director shall be such as are prescribed by the by-laws of this corporation; that the name and post office address of the director who shall manage the affairs of the corporation until the first annual meeting on _____, is a citizen of the United States, as follows:

<u>Name</u>	<u>Post Office Address</u>
Terry N. Lack	P. O. Box 485 Coeur d'Alene, Idaho 83814

ARTICLE IX

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2 That authority to make by-laws for this corporation is hereby expressly
3 vested in the Board of Directors of this corporation subject to the power
4 of shareholders to change or ~~repeal~~ such by-laws.

ARTICLE X

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6 That the Board of Directors may delegate any power not expressly required
7 by law to be exercised by the whole board to an executive committee composed
8 of members of such board and with such powers and duties as are provided in
9 the by-laws.

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11 IN WITNESS WHEREOF, I, the incorporator hereinbefore mentioned, have hereunto
12 set my hand and seal to these presents, in triplicate, this 31st day of
13 October, 1979.

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15 Serry N. Lark
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1 STATE OF WASHINGTON)
2 King County) ss.

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4 THIS IS TO CERTIFY that on this 31st day of October, 1979

5 Before me, the undersigned, a Notary Public in and for the State of
6 Washington, duly commissioned and sworn, personally came,

7 TERRY N. LACK

8 To me known to be the person described in and who executed the foregoing
9 Articles of Incorporation

10 and for himself acknowledged to me that he signed the same freely and
11 voluntarily for the uses and purposes therein mentioned.

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13 WITNESS my hand and official seal the date and year in this certificate
14 first above written.

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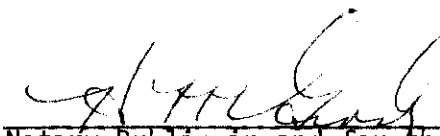
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Notary Public in and for the State
of Washington, residing at
Seattle