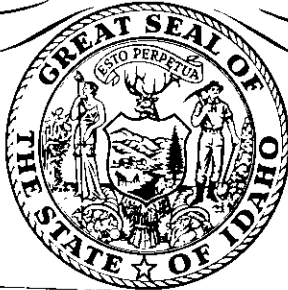


State of Idaho



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

FAIRVIEW INVESTMENT AND TRUST COMPANY

was filed in the office of the Secretary of State on the **Sixth** day
of **April**, A.D. One Thousand Nine Hundred **Sixty-two** and
duly recorded on Film No. **119** 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

Boise in the County of **Ada**

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 **6th** day of **April**,
A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
FAIRVIEW INVESTMENT AND TRUST COMPANY

* * * *

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following articles of incorporation:

I

The name of this corporation shall be FAIRVIEW INVESTMENT AND TRUST COMPANY.

II

The period of existence and duration of the life of this corporation shall be perpetual.

III

The location of the registered office of this corporation shall be Boise, County of Ada, State of Idaho, and the address of the registered office of this corporation shall be 1519 North Garden Street, Boise, Idaho.

IV

The nature of the business and the objects and purposes of this corporation shall be:

(a) To transact the business of investing, on behalf of itself, or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or any interest therein;

(b) To purchase or in any wise acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or tenure or any interest therein, and any property works or undertakings connected with the use or development of any property of the company within the State of Idaho, and within any other state or territory of the United States; and as consideration for the same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the company; and to sell, convey, lease, mortgage, turn to account, or otherwise deal with all or any part of the property of the company;

(c) To purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by, any other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership;

(d) To purchase real estate, make and purchase materials for the construction of buildings; to erect buildings; to own, manage, operate, lease and sell buildings; to conduct

and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature whatsoever, including the locating, laying out, and constructing of roads, avenues, docks, ships, sewers, bridges, wells, walls, canals, railroad or street railways, power plants and generally in all classes of buildings, erections and works, both public and private or integral parts thereof; to perform engineering and architectural work, including the preparation of plans and specifications and expert work, as acting and consulting and superintending engineers and architects;

(e) To manufacture, buy, sell and generally deal in brick, stone, lumber, cement and any and all materials capable of use in the construction of any kind of building, and to generally carry on the business of dealers in new and second-hand building materials;

(f) To own, operate and maintain all types of farms and ranch property;

(g) To buy, sell and deal in all types of farm products, cattle, livestock, horses, sheep and other animals;

(h) To own, conduct, operate, maintain and carry on a general business of merchandising, at retail, wholesale or otherwise, of all types of goods, wares, merchandise or products;

(i) To borrow money or otherwise incur indebtedness without limit as to the amount, and to draw, make, accept, endorse

transfer, assign, guarantee, execute and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments; and all other instruments for the payment of money, negotiable and non-negotiable, secured and unsecured;

(j) To purchase or otherwise acquire the whole or any part of the property assets, business and good will of any other person, firm, corporation, or association, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient for the conduct, management and carrying on of such business;

(k) To purchase, insofar as the same may be done without impairing the capital stock of this corporation, except as otherwise prohibited by law, and to hold, pledge and reissue shares of its own capital stock, but such stock so acquired and held shall not be entitled to vote nor to receive dividends;

(l) To have, exercise, enjoin and participate in all the powers now or hereafter granted to corporations organized under the laws of this State, and particularly all of the powers and privileges granted to corporations under Chapter 1, Title 30, Idaho Code, including any future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business or businesses and for the carrying into effect of any and all the aforesaid objects and purposes.

(m) To have one or more offices, to carry on all or any part of its operations and business without restriction or

limit as to amount, to purchase, or otherwise acquire, to hold, own, to mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description.

The foregoing clauses shall be construed as objects, purposes and powers; and it is hereby expressly provided that any enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

(N) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Idaho upon corporations.

V

In furtherance, and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

If the By-Laws so provide, to designate two or more of its members to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the By-Laws of this corporation, have and exercise any or all of the powers of the board of directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

Pursuant to the affirmative vote of the holders of at least a two-thirds majority of the stock issued and outstanding,

having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of at least a two-thirds majority of the holders of the voting stock issued and outstanding, the board of directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its Board of Directors deem expedient and for the best interest of the corporation.

This corporation may in its By-Laws confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

VI

The total number of par value shares is 2,500, the par value per share being \$10.00, and the total capital of the company is \$25,000.00. All stock of the company is of one classification, to wit: COMMON STOCK. Each share has the same rights, preferences and voting power.

VII

All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services, or any other right or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock.

VIII

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the Board of Directors, and as may be permitted by law.

IX

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

X

The names and post office addresses of the incorporators and a statement of the number of shares subscribed for by each, are as follows:


<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Clinton D. Isensee	3212 Camrose Street Boise, Idaho	1
Edward A. Claycomb	5601 Grover Street Boise, Idaho	1
Carroll D. Shelton	6719 Northview Boise, Idaho	1
Jessica Anderson	5019 Clinton Street Boise, Idaho	1
F. Chase Barbee, Jr.	2615 El Rancho Road Boise, Idaho	1
Marion S. West	137 Village Lane Boise, Idaho	1
Chester W. Graham	8050 Ustick Road Boise, Idaho	1


XI

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of

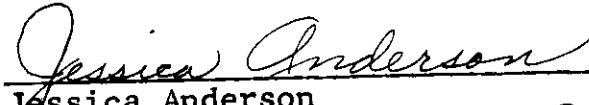
incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein, are granted subject to this reservation.

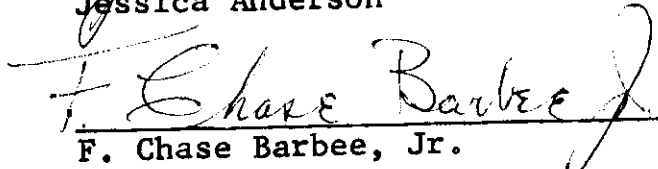
WE, THE UNDERSIGNED, Being each one of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to take the number of shares of stock hereinbefore set opposite our names and accordingly have hereunto set our hands and seals this 29th day of March, 1962.

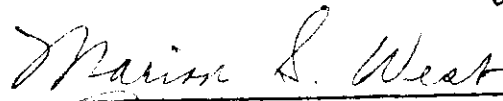

Clinton D. Isensee


Edward A. Claycomb


Carroll D. Shelton


Jessica Anderson


F. Chase Barbee, Jr.

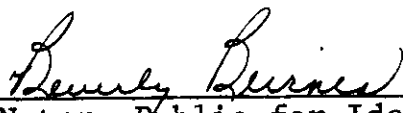

Marion S. West


Chester W. Graham

STATE OF IDAHO) ss.
County of Ada)

On this 29th day of March, 1962, before me, the undersigned, a Notary Public in and for said State, personally appeared CLINTON D. ISENSEE, EDWARD A. CLAYCOMB, CARROLL D. SHELTON, JESSICA ANDERSON, F. CHASE BARBEE, JR., MARION S. WEST, and CHESTER W. GRAHAM, known to me to be the persons whose names are signed to and who executed and subscribed the within and foregoing Articles of Incorporation of FAIRVIEW INVESTMENT AND TRUST COMPANY, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for Idaho
Residing at Boise, Idaho