

Department of State.

CERTIFICATE OF INCORPORATION

I, ~~ARTHUR L. BEAL~~ **ARTHUR L. BEAL**, 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

KAMLOOPS RESORT, INC.

was filed in the office of the Secretary of State on the **23rd** day of **January** A.D. One Thousand Nine Hundred **Sixty-seven** and **will be** duly recorded on **KODAK Microfilm** 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

Hope

in the County of

Bonner

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 **23rd** day of **January**, A.D., 19 **67**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

KAMLOOPS RESORT, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being full-age citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho.

And we hereby certify in writing:

I.

That the name of the said corporation shall be
KAMLOOPS RESORT, INC.

II.

The general nature of the business proposed to be transacted is to engage in a general resort business and among other things to engage in operating a motel, trailer park, rentals, and a general fishing and hunting business; and in connection therewith to make contracts, to purchase, lease, option, locate or otherwise acquire, own, exchange, sell or otherwise dispose of, pledge, mortgage, hypothecate and deal in mines, mining claims, mineral lands, coal lands, oil lands, timber lands, real and personal estate, water, water rights, and to work, explore, operate and develop the same and to extract any and all minerals, oils and gas therefrom and deal in the products and by-products thereof; and to purchase, lease or otherwise acquire, erect, own, operate, or sell smelting and ore reduction works, oil refineries, and power plants; to do a general real estate, manufacturing and mercantile business; to own, handle and control

letters patent and inventions and shares of its own capital stock and that of other corporations, and to cancel and re-issue shares of its own capital stock; to issue bonds, notes, debentures, and other evidences of indebtedness, and to secure the payment of the same by mortgage, deed of trust or otherwise; to act as agent, trustee, broker, or in any other fiduciary capacity; to borrow and loan money. In general to do any or all of the things herein set forth to the same extent as natural persons might or could do as principals, agents, contractors, trustees or otherwise, whether alone or in company with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to perform such acts and things and to transact such business not inconsistent with law in any part of the world as the Board of Directors may deem to the advantage of the corporation.

III.

That said corporation shall have authority to sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal; to have and use a corporate seal which may be altered at pleasure; to appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation; to make by-laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock, and optionally to provide penalties for the breach thereof not exceeding twenty dollars for any one offense; to issue

shares and admit shareholders, and to sell their shares for the payment of assessments or installments; to conduct business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries, and to have one or ore offices and places of business out of this state, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey personal and real property situate out of this state, provided such powers are included within the objects set forth in these Articles of Incorporation.

IV.

That the registered office of the corporation is Box 329, Hope, Bonner County, Idaho, and that the place where the principal business of said corporation is to be transacted is at Trestle Creek, Bonner County, Idaho.

V.

That the existence of the corporation shall be perpetual.

VI.

That the number of directors of said corporation shall be no less than 3 nor more than 6 as may be determined by corporate by-laws.

VII.

That the amount of capital stock of said corporation shall be One Hundred Fifty Thousand Dollars (\$150,000.00), all being common stock, divided as follows: 1500 shares of common stock of the par value of \$100.00 per share.

VIII.

That the following are the names of the subscribers with

their addresses, together with the number of shares subscribed
by each:

<u>Name and P. O. Address:</u>	<u>No. of Shares:</u>	<u>Amount:</u>
Fred S. Burnside 602 $\frac{1}{2}$ 39th St. Rock Island, Illinois	501 $\frac{1}{2}$	\$50,150.00
Rosabeth Burnside Box 329 Hope, Idaho	501 $\frac{1}{2}$	\$50,150.00
Keevan J. Burnside 3514 - 13th St. Moline, Illinois	1	\$ 100.00
Delton Charles Burnside 1204 Ave. Q Del Rio, Texas	1	\$ 100.00

DATED and DONE this 26 day of DECEMBER, 1966.

Fred S Burnside

Rosabeth Burnside

Keevan J. Burnside

Delton C Burnside, am in
the same as Delton Charles Burnside

STATE OF ILLINOIS,)
 :ss.
County of Rock Island,)

On this 27 day of DECEMBER, 1966, before me,
the undersigned, a Notary Public in and for said State, personally
appeared FRED S. BURNSIDE, known to me to be the person whose
name is subscribed to the above and foregoing instrument, and
acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand
and seal the day and date last above written.

Edw. J. Gennery
Notary Public in and for the State of
Illinois, residing at Rock Island.
my Commission Expires May 2, 1967

STATE OF IDAHO,)
 :ss.
County of Bonner,)

On this 16th day of January, 1967, before me,
the undersigned, a Notary Public in and for said State, personally
appeared ROSABETH BURNSIDE, known to me to be the person whose
name is subscribed to the above and foregoing instrument, and acknow-
ledged to me that she executed the ~~same~~.

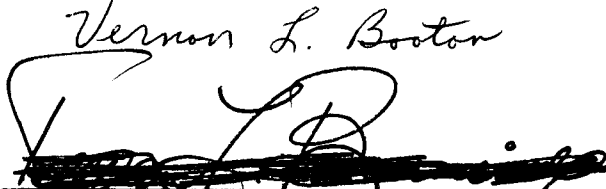
IN WITNESS WHEREOF, I have hereunto set my hand and
seal the day and date last above written.

Raymond T. Bennett
Notary Public in and for the State of
Idaho, residing at Sandpoint therein.

STATE OF ILLINOIS,)
 :SS
County of Rock Island,)

On this 28th day of December, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared KEEVAN J. BURNSIDE, known to me to be the person whose name is subscribed to the above and foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and date last above written.

Vernon L. Borton

Notary Public in and for the
State of Illinois, residing at
Moline therein.

STATE OF TEXAS)
 :SS
County of Val Verde)

On this 6th day of January, ¹⁹⁶⁷~~1966~~, before me, the undersigned, a Notary Public in and for said State, personally appeared DELTON CHARLES BURNSIDE, known to me to be the person whose name is subscribed to the above and foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and date last above written.

Eileen Stewart
Notary Public in and for the
State of Texas, residing at
Del Rio therein.

STATE OF IDAHO,)

:SS.

County of Bonner,)

ROSABETH BURNSIDE, being first duly sworn, deposes

That she is one of the subscribers to the above and

foregoing Articles of Incorporation, and that all of the subscribers

thereto, to-wit: Fred S. Burnside, Rosabeth Burnside, Keevan

J. Burnside and Delton Charles Burnside, are full age citizens

of the United States of America.

Rosabeth Burnside

Subscribed and sworn to before me this 16th day of

January , 1967.

Raymond T. Green

Notary Public in and for the State of
Idaho, residing at Sandpoint therein.