

State of Idaho

Department of State

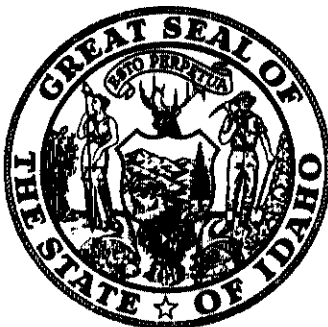
CERTIFICATE OF INCORPORATION OF

BOULDER CREEK BOAT DOCK, 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 the above named corporation, 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: March 11, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

ARTICLES OF INCORPORATION OF

BOULDER CREEK BOAT DOCK, INC.

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KNOW ALL MEN BY THESE PRESENTS, JIMMY L. NICKEL, the

undersigned, being a natural person of legal age and is a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

Name

The name of the corporation shall be

BOULDER CREEK BOAT DOCK, INC.

II.

Duration

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

III.

Corporate Purpose

The purpose for which the corporation is organized shall be the transaction of any and all lawful business for which corporations may be incorporated under the laws of Idaho.

IV.

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Authorized Capital Stock

The corporation shall have one hundred (100) shares of no par value common stock. Each shall have the same rights, privileges and voting power and shall be non-assessable.

V.

Registered Office

The location and post office address of the registered office of the corporation shall be ~~P.O. Box 8/8, Donnelly, Id 83615~~
12855 Morning, Donnelly, Id 83615

VI.

Registered Agent

The name of the registered agent of the corporation is ~~BOULDER CREEK~~
Zelda Nickel
~~BOAT DOCK, INC.~~

VII.

Directors

There shall be THREE (3) directors of the corporation, but the number of directors may be increased or decreased from the to time as provided by the BY-LAWS. The names and post office addresses of the initial directors, named by the incorporators, are as follows:

<u>Name</u>	<u>Post office address</u>	
JOHN BERRYMAN	4823 RIVERRINE PL.	BOISE, ID
MICHAEL MEDES	4224 EDWARDS,	BOISE, ID

ZELDA NICKEL

16086 W USTICK,

CALDWELL, ID

The initial directors shall serve until the first election of directors.

VIII.

Incorporator

The name and post office address of the incorporator is as follows:

Name

Post office address

ZELDA NICKEL

16086 W USTICK,

CALDWELL, ID 83605

IX.

By-laws

The Board of Directors and general membership, by a majority vote, shall have the power to adopt By-laws, and to repeal and amend By-laws.

X.

Director Conflicts of Interest

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation, shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation,

provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and the director of the corporation who is also so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation have executed these Articles of Incorporation this 5th day of March, 1993.


Incorporator

STATE OF IDAHO

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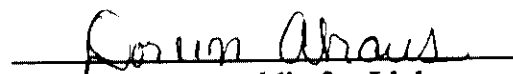
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County of Canyon

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On the 5th day of March, 1993, before me, Doreen Ahaus the undersigned, a Notary Public in and for said State, personally appeared Zelda Nickel, known or identified to me to be the person whose name subscribed to the foregoing instrument, and acknowledged to me that she 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 Greenleaf, Idaho

Commission Expires: 7/12/95

(SEAL)