

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NORTHWEST ASSET MANAGEMENT CORP.

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: July 19, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Engelbert M. Zabala*

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION

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OF

NORTHWEST ASSET MANAGEMENT CORP.

The undersigned, acting as incorporator of a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

FIRST: The name of the Corporation is **NORTHWEST ASSET MANAGEMENT CORP.**

SECOND: The period of its duration is perpetual;

THIRD: It's purpose is to participate or engage in investment management services to the general public as well as transact any business related thereto.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 shares of one (1) class only, par value of each such share to be ONE HUNDRED DOLLARS (\$100);

FIFTH: Provisions denying preemptive rights are none;

SIXTH: Provisions for the regulation of the internal affairs of the Corporation are none;

SEVENTH: The address of the initial registered agent is:

David C. Mitchell
Rt 1, Box 64-D
Genesee ID 83832

EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation are two (2), and the names and addresses of such persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

David C. Mitchell
Rt 1, Box 64-D
Genesee ID 83832

Robert R. Linderman
1005 East B
Moscow ID 83843

NINTH: The name and address of the incorporator is:

David C. Mitchell
Rt 1, Box 64-D
Genesee ID 83832

ARTICLES OF INCORPORATION

DATED: This 12 day of July, 1991.

BY: David C. Mitchell
DAVID C. MITCHELL
Incorporator/Registered Agent

ARTICLES OF INCORPORATION