

ARTICLES OF INCORPORATION
OF
CLEARWATER PROPERTY MANAGEMENT, INC.

FILED/EFFECTIVE
00 MAY 15 AM 9:10

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That, We, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Laws of the State of Idaho, and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I

That the name of the corporation is Clearwater Property Management, Inc.

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

The corporation is organized for any lawful purpose or purposes permitted by law.

ARTICLE IV

The corporation shall have authority to issue one hundred thousand (100,000) shares; all such shares to be of one (1) class of common stock, and have a par value of One Dollar (\$1.00).

ARTICLE V

The private property of the stockholders of the corporation shall not be subject to the payment of corporation debts to any extent whatsoever, and the shares of the

IDAHO SECRETARY OF STATE

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corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VI

The number of directors of the corporation shall be as specified in the By-Laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By-Laws.

ARTICLE VII

Stockholders of the corporation shall have pre-emptive preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and any obligation issued by the corporation shall first be offered to the stockholders of the corporation.

ARTICLE VIII

The address of the initial registered office of the corporation shall be 217 College Avenue, No. 18, Orofino, Idaho 83544, and the name of the registered agent at such address shall be Daryl Donovan. The mailing address of the corporation shall be P.O. Box 2009, Orofino, Idaho 83544.

ARTICLE IX

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

Daryl Donovan
P.O. Box 2009
Orofino, Idaho 83544

Carrie Donovan
P.O. Box 2009
Orofino, Idaho 83544


ARTICLE X

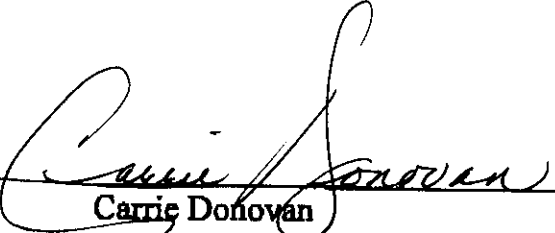
The name and address of the incorporators are as follows:

Daryl Donovan
P.O. Box 2009
Orofino, Idaho 83544

Carrie Donovan
P.O. Box 2009
Orofino, Idaho 83544

Dated this 12th day of May, 2000.


Daryl Donovan

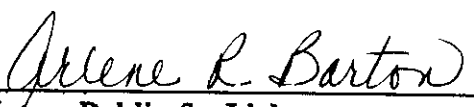

Carrie Donovan

STATE OF IDAHO)
) ss
County of Clearwater)

On this 12th day of May, 2000, before me, the undersigned, a Notary Public in and for said State, personally appeared DARYL DONOVAN known to me to be the persons whose names are subscribed to the within instrument, 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.




Arlene R. Barton
Notary Public for Idaho
Residing at Orofino, Idaho
Commission expires: 4-4-2006


ARTICLE X

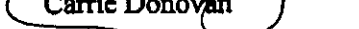
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Orofino, Idaho 83544

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Orofino, Idaho 83544

Dated this 12th day of May, 2000.


Daryl Donovan


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STATE OF IDAHO)
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Glenn R. Barton
Notary Public for Idaho
Residing at Orofino, Idaho
Commission expires: 4-4-2006

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