



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

TIMBER MANAGEMENT INC.

a corporation duly organized and existing under the laws of **Washington** has fully complied with Section 10 Article XI of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **14th** day of **June** 19 **73**, a properly authenticated copy of its articles of incorporation, and on the **14th** day of **June** 19 **73**, a designation of **Aaron C. Robinson** in the County of **Benewah** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **14th** day of **June**, A.D., 19 **73**.

Pete T. Cenarrusa
Secretary of State

Corporation Clerk



STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the annexed is a true and correct copy of the Articles of Incorporation of **TIMBER MANAGEMENT INC.**

_____ which has been duly filed and recorded in my office in accordance with law; I further certify no amendments to the Articles have been filed and that the above named corporation has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 19**73**; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation of said corporation.



In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

April 19, 1973

A. LUDLOW KRAMER
SECRETARY OF STATE

D-220963
FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of TIMBER MANAGEMENT INC.
a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of
Robert E. Kovacevich, Atty.
703 Lincoln Building
Spokane, Washington 99201

Filing and recording fee . . . \$ 50.00

License to June 30, 19 72 \$ 30.00

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1241

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In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

May 22, 1972

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ARTICLES OF INCORPORATION OF
TIMBER MANAGEMENT INC.

FILED
MAY 22 1972
A. LUDLOW KRAMER
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, AARON C. ROBINSON, LEONARD B. ROBINSON, NORMAN ANDERSON, THOMAS C. MORRIS, and ROBERT K. POWERS who are citizens of the United States of America, and are desirous of forming a corporation under the laws of the State of Washington, and in pursuance thereof do hereby sign and acknowledge the following Articles of Incorporation, in triplicate originals, and state as follows:

ARTICLE I

The name of the corporation shall be TIMBER MANAGEMENT INC., and its existence shall be perpetual.

ARTICLE II

The purposes and objects of this corporation are as follows:

1. To carry on a general investment and management consultant and advisory business relating to investments and the operation of saw mills, planing mills, or mills and factories of any kind for the purpose of manufacturing wood or timber into lumber, and real and personal properties of

every kind deemed to be of use for or in connection with any purposes connected to the lumber business. To furnish business investment and management plans and programs, to formulate policies, and generally to advise and assist others, under contract or otherwise, in the management of their lumber related business, plants, properties and investments. To buy and sell projects and development on its own behalf or on the behalf of others in connection with the operation, management, and development of individual and corporate lumber related businesses. To engage in capital ventures and business enterprises of said business, whether as a promoter, partner, member, or associate, or as a manager of other such enterprises. To engage in consultant and advisory work in connection with the organization, financing, management, operation, and reorganization of lumber related enterprises.

2. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful, or advantageous to this corporation.

3. In furtherance of and not in limitation of the general powers conferred by the laws of the State of Washington, it is expressly provided that this corporation shall also have the following powers:

- (a) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the stock of this corporation, provided that the money or property of the corporation shall not be used for purchase of shares of its own stock when such use would cause any impairment of the capital of the corporation.

The corporation shall not be entitled to vote, either directly or indirectly, on any shares of its own stock which it may hold.

- (b) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, debentures, notes and other securities and obligations of this corporation.
- (c) To borrow money and give security therefor.
- (d) To enter into, make, perform and carry out contracts of every kind for any lawful purposes pertaining to its business, with any individual, entity, firm, association, or corporation, or with any governmental, municipal, or public authority, domestic or foreign.
- (e) To do everything necessary, proper, convenient, or incidental to the accomplishment of the purposes and objects of this corporation, or which is calculated directly or indirectly to promote the welfare or interests of the corporation or enhance the value or render profitable any of its property or rights.
- (f) To do any and all of the things in this Articles set forth to the same extent a natural person might or could do, and in any part of the world, as principals, agents, contractors, trustees, or otherwise, either alone or in company with others.

PROVIDED, HOWEVER, that nothing herein contained shall be deemed to authorize or permit the corporation to exercise any power or to do any act which a corporation formed under the Uniform Business Corporation Act of the State of Washington, or any amendment thereto or substitute therefor, may not at the time lawfully carry on or do.

ARTICLE III

The location and post office address of the registered office of the corporation shall be 928 Old National Bank Building, Spokane, Washington. The registered agent of the corporation shall be Norman Anderson, whose business address is 928 Old National Bank Building, Spokane, Washington.

ARTICLE IV

The authorized capital stock of the corporation shall be 5,000 shares consisting of 5,000 shares of common stock having a par value of Ten Dollars (\$10.00) each.

ARTICLE V

The amount of paid-in capital with which the corporation will begin business is the sum of One Thousand Dollars (\$1,000.00).

ARTICLE VI

1. The number of directors of the corporation shall be fixed as provided in the By-Laws, and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than three nor more than nine.

2. In furtherance of and not in limitation of the powers conferred by the laws of the State of Washington, the Board of Directors is expressly authorized to make, alter and repeal the By-Laws of the corporation, subject to the power of the stockholders of the corporation to change or repeal such By-Laws.

3. The corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise, with its directors, officers and stockholders and with corporations, associations, firms and entities in which they are or may be or become interested as directors, officers,

shareholders, members or otherwise, as freely as though such adverse interests did not exist, even though the vote, action or presence of such director, officer or stockholder may be necessary to obligate the corporation upon such contracts or transactions; and in the absence of fraud no such contract or transaction shall be avoided and no such director, officer or stockholder shall be held liable to account to the corporation by reason of such adverse interests or by reasons of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided, that in the case of directors and officers of the corporation (but not in the case of stockholders who are not directors or officers) the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with that corporation, association, firm or entity.

4. Any contract, transaction or act of the corporation or of the directors or of any officers of the corporation which shall be ratified by a majority of a quorum of the stockholders of the corporation at any annual meeting or any special meeting

called for such purpose, shall insofar as permitted by law, be as valid and as binding as though ratified by every stockholder of the corporation.

5. The first directors of this corporation shall be five (5) in number and their names and post office addresses are as follows:

AARON C. ROBINSON
10 Milwaukee Road
St. Maries, Idaho 83861

LEONARD B. ROBINSON
10 Milwaukee Road
St. Maries, Idaho 83861

NORMAN ANDERSON
928 Old National Bank Building
Spokane, Washington 99201

THOMAS C. MORRIS
St. Maries, Idaho 83861

ROBERT K. POWERS
E. 416 Rockwood
Spokane, Washington 99202

The term of the first directors shall be until the first annual meeting of the stockholders of the corporation, to be held on ^{June 1} ~~May 20~~, 1972 and until their successors are elected and qualified.

ARTICLE VII

The name and post office address of the incorporators are as follows:

AARON C. ROBINSON
10 Milwaukee Road
St. Maries, Idaho 83861

LEONARD B. ROBINSON
10 Milwaukee Road
St. Maries, Idaho 83861

NORMAN ANDERSON
928 Old National Bank Building
Spokane, Washington

THOMAS C. MORRIS
St. Maries, Idaho 83861

~~CHESTER VANCE~~
~~XXXXXXXXXXXXXXXXXXXX~~
ROBERT K. POWERS
E. 416 Rockwood
Spokane, Washington 99202

ARTICLE VIII

The corporation reserves the right to amend, alter, change and repeal any provision contained in this Articles of Incorporation in any manner now and hereafter prescribed by statute, and all rights, conferred upon shareholders, are subject to this reservation.

IN WITNESS WHEREOF, the incorporators hereunto set their hand this 1st day of MAY, 1972.

Aaron C. Robinson
Aaron C. Robinson

Leonard B. Robinson
Leonard B. Robinson

Norman Anderson
Norman Anderson

Thomas C. Morris
Thomas C. Morris

Robert K. Powers
~~Chester Vance~~
Robert K. Powers

STATE OF WASHINGTON }
County of Spokane) ss.

This is to certify that on this 1st day of May, 1972, there appeared personally before me AARON C. ROBINSON, LEONARD B. ROBINSON, NORMAN ANDERSON, THOMAS C. MORRIS and ROBERT K. POWERS, to me personally known to be the persons described in and who executed the foregoing Articles of Incorporation, and they did acknowledge and declare to me that they executed the same freely and voluntarily for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I hereunto set my hand and official seal the day and year first above written.

Martha Mae Deltre
Notary Public in and for the State
of Washington, Residing at Spokane