



CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED EFFECTIVE

2013 OCT 17 AM 8:57

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

McConnell Building LLC

2. The complete street and mailing addresses of the initial designated office:

1325 W. 1st Avenue, Suite 300, Spokane, WA 99201

(Street Address)

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

Guy Rainey

(Name)

333 Main Street, Lewiston, ID 83501

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

Name

Address

R. Ronald Wells

1325 W. 1st Avenue, Suite 300, Spokane, WA 99201

Julie W. Wells

1325 W. 1st Avenue, Suite 300, Spokane, WA 99201

5. Mailing address for future correspondence (annual report notices):

c/o Wells and Company, 1325 W. 1st Avenue, Suite 300, Spokane, WA 99201

6. Future effective date of filing (optional):

Additional terms are set forth on Exhibit "A" attached hereto, and incorporated by this reference.

Signature of a manager, member or authorized person.

Signature

Typed Name: R. Ronald Wells

Signature

Typed Name:

Secretary of State use only

IDAHO SECRETARY OF STATE
10/17/2013 05:00
CK: 6133 CT: 288643 BH: 1394252
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EXHIBIT "A" TO
CERTIFICATE OF FORMATION
OF
MCCONNELL BUILDING LLC

As permitted by Idaho Code 30-6-201(3), the following information is in addition to that contained in the Certificate of Formation of McConnell Building LLC, to which this Exhibit is attached:

1. The limited liability company shall have perpetual duration; provided that the limited liability company may dissolve as provided in the Operating Agreement, or upon the occurrence of an event described in Idaho Code § 30-6-701.

2. Management of the limited liability company is vested in its members.

3. A member or manager of the limited liability company shall not be personally liable to the limited liability company or its other members for monetary damages for conduct as a member or manager, except for liability of the member or manager for (i) acts or omissions that involve intentional misconduct or a knowing violation of the law by the member or manager, (ii) conduct which violates Idaho Code § 30-6-405, pertaining to improper distributions to members or loans to member or manager, but then the member or manager's liability shall be limited as described in Idaho Code § 30-6-406, or (iii) any transaction from which the member or manager will personally receive a benefit in money, property or services to which the member or manager is not legally entitled. If the Idaho Uniform Limited Liability Company Act is amended to authorize limited liability company action further eliminating or limiting the personal liability of members or managers, then the liability of a member or manager of the limited liability company shall be eliminated or limited to the fullest extent permitted by the Idaho Uniform Limited Liability Company Act, as so amended. Any repeal or modification of the foregoing paragraph by the members of the limited liability company shall not adversely affect any right or protection of a member or manager of the limited liability company existing at the time of such repeal or modification.

4. The limited liability company shall indemnify each member and manager against all liability, damage or expense resulting from the fact that such person is or was a member or manager, to the maximum extent and under all circumstances permitted by law; except that the limited liability company shall not indemnify a member or manager against liability, damage or expense resulting from the member's or manager's gross negligence or as otherwise provided in the Washington Limited Liability Act.

5. Pursuant to Idaho Code § 30-6-304, no member or manager of the limited liability company shall be personally liable for the debts, obligations or other liabilities of the limited liability company.

14th This Exhibit "A" to the Certificate of Formation of McConnell Building LLC is duly executed on the day of October, 2013, in accordance with Idaho Code § 30-6-201(3).



R. Ronald Wells, Member