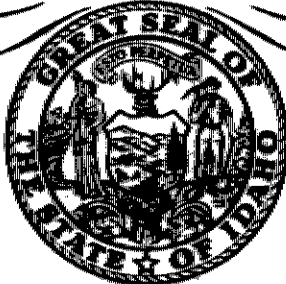


State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

I, ~~ARNOLD WILLIAMS~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of **BALES LUMBER CO., INC.**

was filed in the office of the Secretary of State on the **Fourteenth** day

of **DECEMBER** A.D. One Thousand Nine Hundred **Sixty-six** and

will be ~~Microfilm~~ **Microfilm** duly recorded on Film No. of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

Perpetual existence from the date hereof, with its registered office in this State located at

Caldwell in the County of **Canyon**

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 **December**, A.D., 19**66**.

Secretary of State.

DUNLAP, BETTIG & ROSENBERG
Attorneys at Law
914 Main Street
Caldwell, Idaho

ARTICLES OF INCORPORATION

of

BALES LUMBER CO., INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, being natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the objective of forming a corporation under and pursuant to the provisions of the GENERAL CORPORATION LAWS of the State of Idaho and acts amending and supplementing said laws, and do hereby certify as follows:

ARTICLE I.

The name of the Corporation is "BALES LUMBER CO., INC."

ARTICLE II.

The purposes and objects for which the corporation is formed are:

(a) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, water-proofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material appurtenance or process useful in, necessary for, or convenient in building, construction, engineering and maintenance.

(b) To build, erect, construct, or cause to be constructed buildings, dwelling houses and structures of every other kind and nature.

(c) To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, subdivide, develop, and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held, or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter, or improve any buildings or other structures erected on any land so owned, held, or occupied, and to mortgage, sell, lease, or otherwise dispose of lands or interests in lands and in buildings or

1 other structures, and in any stores, shops, suites, rooms, or
2 parts of any buildings or other structures at any time owned
or held by the corporation.

3 (d) To purchase, own, improve, equip, operate and manage farms
4 and farming property and to engage in any agricultural pursuit
5 or undertaking, including, but not limited to the raising, pur-
chasing, marketing and selling of livestock and poultry of
every kind and nature and the produce therefrom.

6 (e) The power and capacity to act possessed by a natural
7 person which acts are necessary or proper to accomplish the
8 corporate purposes as above set out, or to fund any such
9 operations, and which are not repugnant to the law, including,
but not limited to all the powers and authorities nor or here-
after conferred by the laws of the State of Idaho upon corpor-
ations formed hereunder.

10 (f) To conduct business in the State of Idaho and other
11 states, District of Columbia, territories and colonies of
12 the United States, and in foreign countries, and to have one
13 or more offices or places of businesses out of the state,
and to acquire, receive, hold, purchase, lease, mortgage,
dispose of or convey real and personal property situate out
of this State.

14 (g) To purchase and re-issue the shares of its capital stock
15 according to law. When such stock is owned by the corporation,
16 such stock will not be considered voting stock directly or
indirectly.

17 It is expressly provided that the enumeration of the foregoing
18 purposes and objects of the said Corporation shall not be construed
19 to limit or restrict the general powers of the corporation, as pro-
20 vided by the statutory laws of the State of Idaho.

21
22 ARTICLE III.

23 The existence of this Corporation shall be perpetual.
24

25 ARTICLE IV.

26 The location of the registered office in this state shall be
27 located in Caldwell, Canyon County, State of Idaho, and the Post
28 Office address shall be 210 South 4th Avenue, Caldwell, Idaho.
29

30 ARTICLE V.

31 The total authorized number of par value shares is twenty-
32 five hundred (2500) and their aggregate par value is

1 Two Hundred Fifty Thousand and no/100 Dollars (\$250,000.00). Par
2 value per share is One Hundred Dollars (\$100.00). The corporation
3 shall not authorize the issuance of any no par value shares of stock.
4 Such amount of any authorized but unissued shares or treasury stock
5 of the corporation as the Board of Directors from time to time may
6 deem wise, may be issued or sold at any time or times to such share
7 holders, officers or employees of the corporation and for such con-
8 sideration in money, property or services as the Board of Directors
9 may determine, without prior offer of the same to the stockholders
10 of the corporation, and no stockholder shall be entitled as a matter
11 of right to subscribe for, purchase, or receive any part of such
12 issue or sale of such capital stock of the corporation or shall
13 have any pre-emptive or preferential right to subscribe for or pur-
14 chase the same.

15 ARTICLE VI.

16 There shall be only one class of stock, and it shall be
17 designated as common stock. The shares of stock shall not be issued
18 until payment in full has been received, and such stock shall be
19 non-assessable stock, and the shareholders shall have no liability
20 for corporate obligations. Each share of stock shall have the voting
21 rights as now or hereafter granted by the laws of the State of Idaho
22 relating to corporations.

23 ARTICLE VII.

24 The names and post office addresses of each of the incorpora-
25 tors and the number of shares of stock subscribed for by each are
26 as follows:

28	<u>Name</u>	<u>Address</u>	<u>Shares</u>
29	J. F. Bales	1709 Cleveland, Caldwell, Idaho	100
30	Lorene C. Bales	1709 Cleveland, Caldwell, Idaho	100
31	J. F. Bales, Jr.	P. O. Box 567, Riverside, California	1

32 Each of said incorporators are of full age and citizens of

1 the United States of America.

2 ARTICLE VIII.

3 The Corporation shall be managed by a Board of Directors
4 which shall be governed by the By-Laws of said Corporation. The Board
5 of Directors shall always be an odd number so that issues may normally
6 be resolved. However, the number of directors shall not be less than
7 three nor more than nine. The Board of Directors of the Corporation
8 is hereby vested with the power to adopt, repeal and amend the By-
9 Laws of the Corporation by a majority vote of the Directors.

10 ARTICLE IX

11 Amendment of these articles shall be accomplished only as
12 now or hereafter prescribed by law relating to amendment of the
13 Articles of Incorporation.
14

15 IN WITNESS WHEREOF, we have hereunto set our hands this
16 1st day of December, 1966.
17

18 J. F. Bales
19 by Lorene C. Bales

20 J. F. Bales by Lorene C. Bales,
21 his Attorney - in - Fact.

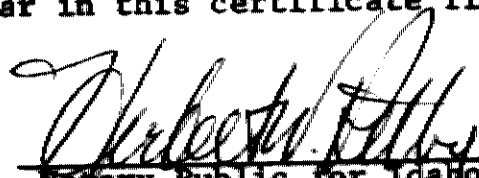
22 Lorene C. Bales
23 Lorene C. Bales

24 J. F. Bales, Jr.
25 J. F. Bales, Jr.
26
27
28
29
30
31
32

1 STATE OF IDAHO }
2 County of Canyon) ss

3 On this 14th day of December, in the year 1966,
4 before me, the undersigned, a Notary Public in and for said State,
5 personally appeared LORENE C. BALES, known to me to
6 be the persons whose names are subscribed to the within instrument,
7 and acknowledged to me that ~~she~~ executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
9 my official seal the day and year in this certificate first above
10 written.

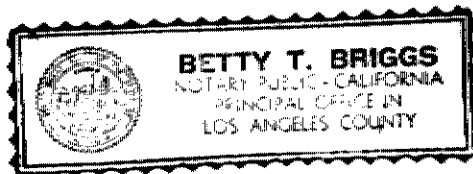
11 
12 Notary Public for Idaho
13 Residing at Caldwell, Idaho
14 My commission expires: 7-8-69

15 (SEAL)

16 STATE OF CALIFORNIA }
17 County of Riverside) ss
18 LOS ANGELES


19 On this 7th day of DECEMBER, in the year 1966,
20 before me, the undersigned, a Notary Public in and for said State,
21 personally appeared J. F. BALES, JR., known to me to be the person
22 whose name is subscribed to the within instrument, and acknowledged
23 to me that he executed the same.

24 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
25 my official seal the day and year in this certificate first above
26 written.



28 (SEAL)


29 My Commission Expires June 22, 1969

30 
31 Notary Public for California
32 Residing at
My commission expires:
JUNE 22, 1969

1 STATE OF IDAHO }
2 County of Canyon) ss

3
4 On this 14th day of December, in the year 1966,
5 before me, the undersigned, a Notary Public in and for said State,
6 personally appeared LORENE C. BALES, known to me to be the person
7 whose name is subscribed to the within instrument as the Attorney-
8 in-Fact of J. F. Bales, and acknowledged to me that she subscribed
9 the name of J. F. Bales thereto as principal and her own name as
10 Attorney-in-Fact.

11 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
12 my official seal the day and year in this certificate first above
13 written.

14
15 
16 Notary Public for Idaho
17 Residing at Caldwell, Idaho
18 My commission expires: 7-8-69

19 (SEAL)

DUNLAP, BETTIG & ROSENBERG
Attorneys at Law
914 Main Street
Caldwell, Idaho