

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

HUMPHREY-MASTERSON LOGGING, INC.

File number C 106956

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 13, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Subel*

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ARTICLES OF INCORPORATION
OF

HUMPHREY-MASTERSON LOGGING, INC.

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is HUMPHREY-MASTERSON LOGGING, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the Corporation is organized is to carry on timber management and logging operations together with all related activities and the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 shares, with a par value of \$ 10.00 per share.

FIFTH: There are no provisions denying pre-emptive rights.

SIXTH: The internal affairs of the Corporation shall be governed by a duly adopted Code of Bylaws which shall be consistent with these Articles of Incorporation and the laws of the State of Idaho.

SEVENTH: The address of the initial registered office of the Corporation is Rt. 1, Box 76, St. Maries, Idaho 83861, County of Benewah, State of Idaho, and the name of the registered agent at such address is Donald E. Humphrey.

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

DONALD E. HUMPHREY	Rt. 1, Box 76 St. Maries, Idaho 83861
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MEL D. MASTERSON	Rt. 2, Box 175 St. Maries, Idaho 83861
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NINTH: The name and address of each incorporator is:

DONALD E. HUMPHREY	Rt. 1, Box 76 St. Maries, Idaho 83861
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MEL D. MASTERSON	Rt. 2, Box 175 St. Maries, Idaho 83861
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DATED this 7 day of July, 1994.

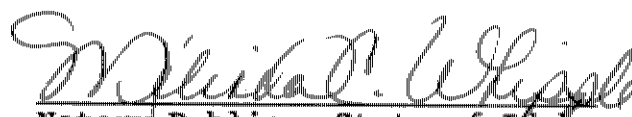
Donald E. Humphrey
Donald E. Humphrey

Mel D. Masterson
Mel D. Masterson

STATE OF IDAHO,)
 : ss
County of Benewah)

On this 7th day of July, 1994, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared DONALD E. HUMPHREY and MEL D. MASTERSON, 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 seal the day and year first above written.


Notary Public - State of Idaho
Residing at St. Maries therein
My commission expires: 9/21/98