



CERTIFICATE OF INCORPORATION
OF

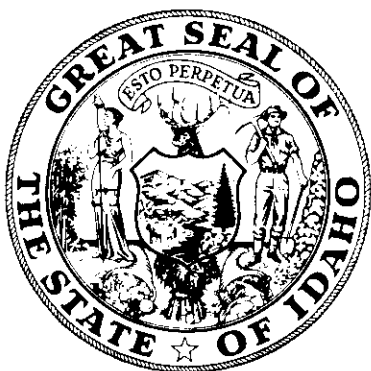
PACIFIC CONIFER, INC.

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 PACIFIC CONIFER, INC.

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: December 19, 1983



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

DEC 19 9 20 AM '83
COUNTY CLERK

ARTICLES OF INCORPORATION
OF
PACIFIC CONIFER, INC.

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 Pacific Conifer, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes and objects for which this corporation is formed and its powers are:

(a) To engage in, conduct and carry on for profit, either as principal, agent, partner, joint adventurer, or in any capacity whatever, the general business of acquiring, owning, buying, selling, leasing, exchanging, managing, utilizing and dealing in timber lands, timber rights, and timber products and in connection therewith to engage in logging, log transportation, and the operation of saw mills, planing mills, processing plants and factories of any kind for the purpose of producing any type of wood products, and to engage in the business of exporting to foreign countries and of importing from foreign countries, logs, lumber and other wood products and generally to do and perform any and all other acts and things which in the judgment of this corporation may be requisite for its purposes or incidental thereto.

(b) That this corporation shall have the power to transact any and all lawful business that is necessary, suitable, proper or deemed desirable by this corporation's management for the accomplishment of any of the corporation's purposes aforesaid or of any objective incidental to or connected with any of said purposes.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is Ten Million (10,000,000) shares of the par value of Ten Cents (\$0.10) per share, all of one class which shall be designated common stock, and which stock shall be non-assessable.

FIFTH: No shareholder of the Corporation shall have a pre-emptive or preferential right to subscribe to any shares of any class of the Corporation whether now or hereafter authorized, or to any obligations convertible into shares of the Corporation, issued or sold, other than such right, if any, and at such price as the Board of Directors, in its discretion, may, from time to time authorize and determine.

The Board of Directors of this corporation shall have the power and authority from time to time to authorize the sale of and to sell, for cash or otherwise, all or any portion of the unissued and/or treasury stock of this corporation.

SIXTH: The address of the initial registered office of the Corporation is E. 3020 River Crest Road, Post Falls, Idaho, 83854, and the name of its initial registered agent at such address is Dale Fulton. That the Board of Directors may, from time to time, designate a different address within Idaho as the registered office and may also name a different registered agent for the corporation.

SEVENTH: That the affairs of this corporation shall be conducted by a Board of Directors, which shall consist of not less than three (3) persons and not more than seven (7) persons as the shareholders may from time to time direct; that such Board of Directors shall be elected at the annual meeting of the shareholders and such Director or Directors shall hold office for one year or until their respective successors are elected and qualified.

EIGHTH: The number of Directors constituting the initial Board of Directors of the Corporation is five 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 successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
W. B. Gottschalk	2827 Francis St., Coeur d' Alene, Idaho, 83814
Dale Fulton	E. 3020 River Crest Road, Post Falls, Id. 83854
Earline K. Irvine	E. 7312 10th Ave., Spokane, Wa. 99212
Donald R. Shilling	N. 9716 Seminole Dr., Spokane, Wa. 99208
William R. Bickel	708 18th St., Post Falls, Idaho 83854

NINTH: That the incorporators are natural persons over the age of twenty-one years and their names and addresses are:

<u>Name</u>	<u>Address</u>
W. B. Gottschalk	2827 Francis St., Coeur d' Alene, Idaho, 83814
Dale Fulton	E. 3020 River Crest Road, Post Falls, Id. 83854

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 15th day of December, 1983.

W. B. Gottschalk
W. B. Gottschalk
Dale Fulton
Dale Fulton

STATE OF IDAHO)
 ss
County of Kootenai)

On this 15th day of December, 1983, before me, the undersigned Notary Public, personally appeared W. B. Gottschalk and Dale Fulton, known to me to be the persons who signed the foregoing 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.

(SEAL)

H. S. Jenderson
Notary Public in and for the State of Idaho
Residing at: Coeur d' Alene, Idaho
My commission expires: life