



Department of State.

CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

KELLY LOGGING, INC.

was filed in the office of the Secretary of State on the **seventeenth** day of **May** A.D., One Thousand Nine Hundred **sixty-eight** and **will be** duly recorded on ~~the Nonresident~~ ~~film~~ 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 **Salmon, Idaho** in the County of **Lemhi**

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 **seventeenth** day of **May**, A.D., 19 **68**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

KELLY LOGGING, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural citizens of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general laws of the State of Idaho, do hereby certify as follows:

ARTICLE I.

The name of the corporation shall be "KELLY LOGGING, INC.".

ARTICLE II.

The corporation's purposes are:

(a) To acquire, hold, operate, and engage in the business of logging and road building, construction, milling, and manufacturing lumber from logs and other raw materials, and to engage in the processing, marketing, and selling of all of such logs, manufactured products, and other materials, and to engage in all businesses and activities related in any way to such logging, road building, construction, milling, manufacturing, processing, marketing, and selling, and all other activities and businesses related to the harvesting of timber and other raw materials, and to engage in any business whatsoever as principal agent or partner which the corporation may deem convenient in furtherance of any of the purposes hereinabove mentioned, or otherwise, and to do any and all acts in the line of its business which it may deem necessary, profitable, or desirable for the due promotion thereof; to conduct and carry on any similar business which may be capable of being profitably carried on in connection with this company's business, or to carry on any similar business that is adapted directly or indirectly to add to the value of the company's property and the profits of its authorized business.

(b) The corporation shall have the right to buy, sell, hold, mortgage, encumber, and otherwise deal with such real and personal property as may be necessary for the proper conduct of the affairs of the corporation.

(c) To engage in any commercial or industrial enterprise calculated or designated to be profitable to this corporation and in conformity with the laws of the State of Idaho.

(d) Generally, to engage in, do and perform any enterprise, act, or vocation that a natural person might or could do or perform.

(e) To have and exercise all rights and powers from time to time granted to a corporation by law.

(f) To acquire, purchase, hold, and lease real property and any right or interest therein, to operate and manage such real property, and to sell, exchange, lease, mortgage, or pledge such properties or interests therein as may from time to time be necessary, useful, or advantageous for the purposes of this corporation.

ARTICLE III.

The corporation is to have perpetual existence.

ARTICLE IV.

The location and post office address of the corporation's office in this state shall be Salmon, Lemhi County, Idaho.

ARTICLE V.

The governing body of the corporation shall be a board of directors, and the number of directors on said board shall be that specified in the by-laws, but shall in no event be less than three.

ARTICLE VI.

The board of directors of this corporation may meet and transact the business of this corporation either at the principal place of business herein designated, or at such other place within or without the State of Idaho that may be designated by resolution of the board of directors.

ARTICLE VII.

The amount of the authorized capital stock of this corporation shall be \$25,000 divided into 250 shares of the par value of \$100 per share. The said capital stock shall be non-assessable.

ARTICLE VIII.

The name and post office addresses, together with the number of shares of stock subscribed by each of the incorporators, are as follows:

<u>Name</u>	<u>Post Office</u>	<u>Number of Shares</u>	<u>Par Value</u>
Bill G. Kelly	P. O. Box 1358 Salmon, Idaho	1	\$100
Frances D. Kelly	P. O. Box 1358 Salmon, Idaho	1	\$100
Sherman F. Furey, Jr.	P. O. Box 1150 Salmon, Idaho	1	\$100

IN WITNESS WHEREOF, We have hereunto set our hands and
seals this 15th day of May, 1968.

Bill G. Kelly

Frances D. Kelly

Sherman F. Furey

STATE OF IDAHO)
) ss.
County of Lemhi)

On this 15th day of May, 1968, before me, the under-signed, a Notary Public in and for said state, personally appeared BILL G. KELLY and FRANCES D. KELLY, 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 in this certificate first above written.

Dream S. Furey
Notary Public for Idaho
Residing at Salmon, Idaho

My Commission Expires: 3-21-69

STATE OF IDAHO)
) ss.
County of Lemhi)

On this 15th day of May, 1968, before me, the under-signed, a Notary Public in and for said State, personally appeared SHERMAN F. FUREY, JR., known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Donald S Cook

Notary Public for Idaho
Residing at Salmon, Idaho
My Commission Expires: