



Department of State.

CERTIFICATE OF INCORPORATION

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

INDIAN CHIEF COMPANY

was filed in the office of the Secretary of State on the **Nineteenth** day of **November**, A.D. One Thousand Nine Hundred **Sixty-four** and ~~will be~~ duly recorded on ~~microfilm~~ **microfilm** 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 **Priest River** in the County of **Donner**.

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 **19th** day of **November**, A.D., 19 **64**.

Secretary of State.

1
2 ARTICLES OF INCORPORATION

3 of

4 INDIAN CREEK COMPANY

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6
7 THIS IS TO CERTIFY that we, the undersigned persons, all of whom are
8 citizens of the United States and all of whom are of full legal age, have this
9 day voluntarily associated ourselves together for the purpose of forming a
10 corporation under the laws of the State of Idaho and have executed the follow-
11 ing Articles of Incorporation.

12 ARTICLE I.

13 The name of this corporation shall be INDIAN CREEK COMPANY.

14 ARTICLE II.

15 The duration of this corporation shall be perpetual.

16 ARTICLE III.

17 The location of its registered office in the State of Idaho and its
18 mailing address will be Route 6, Priest River, Idaho.

19 ARTICLE IV.

20 The purposes for which this corporation is formed are to acquire by
21 purchase or lease, or otherwise, lands and interests in lands and to own,
22 hold, improve, develop and manage any real estate so acquired and to erect
23 or cause to be erected of any lands owned, held or occupied by the corporation
24 buildings or other structures with their appurtenances; to construct, maintain
25 and operate resort and recreational centers, including any and all transac-
26 tions and undertakings necessary or desirable in connection with the operation
27 of such business.

28 To purchase or otherwise acquire, hold, own, improve, utilize, lease,
29 mortgage, pledge, sell, convey and otherwise acquire, use, dispose of,
30 encumber, or deal in both real and personal property of every kind and
31 description.

32 To borrow or raise money to any amount permitted by the general

1 corporation laws of the State of Idaho by the sale or issue of bonds, notes,
2 debentures, collateral trust certificates, or other obligations of any nature
3 or in any manner, and to secure the same by mortgage or other liens upon any
4 and all of the property, real, personal, or chose in action, of every
5 description whatsoever, or any portion thereof, of the corporation.

6 It is the intention that the foregoing clauses shall be construed
7 as powers, as well as object and purposes, and that the foregoing enumeration
8 of specific powers shall not be held to limit or restrict in any manner the
9 general powers of the corporation, and generally the corporation shall be
10 authorized to exercise and enjoy all other powers, rights, and privileges
11 granted by the laws of the State of Idaho.

12 ARTICLE V.

13 The total authorized number of shares of this corporation shall be
14 two hundred fifty (250) shares of the par value of One Hundred Dollars (\$100.00)
15 per share, constituting an authorized capital of Twenty-five Thousand Dollars
16 (\$25,000.00).

17 ARTICLE VI.

18 All of said capital stock shall be common stock; the relative rights
19 concerning said stock shall be equal and the holders thereof shall be entitled
20 to one (1) vote for each share of said stock so held by them.

21 ARTICLE VII.

22 The business of the corporation shall be managed by a board of
23 directors composed of not less than three (3) nor more than five (5) members.

24 ARTICLE VIII.

25 The names and addresses of the first board of directors of this
26 corporation are as follows:

27 E. W. Tracy

c/o Van's Rural Station
Priest River, Idaho

28 B. M. Kopczynski

South 720 Montavilla Drive
Spokane, Washington

29 Robert M. Brown

Box 190, Route 4
Spokane, Washington

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ARTICLE IX.

The names and office addresses of each of the incorporators herein and the number of shares of capital stock subscribed for by each are as follows:

E. W. Tracy	c/o Van's Rural Station Priest River, Idaho	3 shares
B. M. Kopczynski	South 720 Montavilla Drive Spokane, Washington	3 shares
Robert M. Brown	Box 190, Route 4 Spokane, Washington	1 share

IN WITNESS WHEREOF, we have hereunto set our hands this 17th day of November, 1964.

E. W. Tracy
E. W. Tracy

B. M. Kopczynski
B. M. Kopczynski

Robert M. Brown
Robert M. Brown

STATE OF WASHINGTON)
County of Spokane) ss

I, the undersigned, a Notary Public in and for the above named County and State, hereby certify that on this 17th day of November, 1964, personally appeared before me E. W. TRACY, B. M. KOPCZYNSKI and ROBERT M. BROWN, to me known to be the individuals described in and who executed the above Articles of Incorporation, and acknowledged that they signed and sealed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year last above written.

Lawrence M. Thayer
NOTARY PUBLIC in and for the State
of Washington, residing at Spokane