



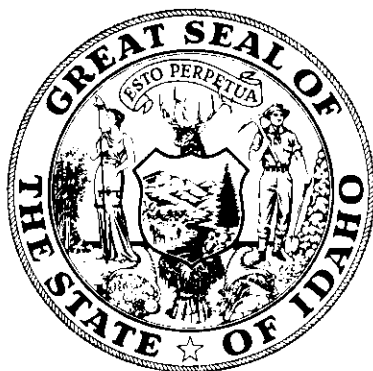
CERTIFICATE OF AUTHORITY
OF

BUILDING FRIENDS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **BUILDING FRIENDS, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to **BUILDING FRIENDS, INC.** to transact business in this State under the name **BUILDING FRIENDS, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **February 9, 1984.**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is BUILDING FRIENDS, INC.

2. The name which it shall use in Idaho is BUILDING FRIENDS, INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of the State of Washington

4. The date of its incorporation is August 29, 1983 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 300 N. Mullan Rd., Suite 201, Spokane, WA 99206

6. The address to which correspondence should be addressed, if different from that in item 5.

SAME

7. The street address of its proposed registered office in Idaho is First Interstate Bank Bldg., Suite 1010, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CARL P. BURKE

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Any lawful business allowed in the State of Idaho, including those purposes stated in Article 111 of the Articles of Incorporation.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Bernard C. Wilhelm, President		East 719 Sharp Spokane, WA 99202
	Vice-President	
F. Lawrence Taylor, Jr., Secretary		300 N. Mullan Rd. Spokane, WA 99206
	Vice-President	S. 400 Jefferson,
David P. Shriver, CPA, Treasurer		Suite 450 Spokane, WA 99204

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
50,000	Common	One Dollar (\$1.00)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
5,000	Common	One Dollar (\$1.00)

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 31, 1984

BUILDING FRIENDS, INC.

By [Signature]
Its ~~President~~ President (please specify)
and [Signature]
Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF WASHINGTON)
)ss
COUNTY OF SPOKANE)

I, JERRY T. DYRESON, a notary public, do hereby certify that on this 3rd day of February, 19 84, personally appeared before me F. LAWRENCE TAYLOR, JR., who being by me first duly sworn, declared that he is the Secretary of BUILDING FRIENDS, INC.

that he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.

[Signature]
Notary Public



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that, according to records on file in this office, as of the date of this certificate,

BUILDING FRIENDS, INC.

is a Washington corporation,
duly authorized to transact business or conduct affairs as a corporation in the State of Washington.

Date: December 19, 1983

Corporation Number: 2-335654-6

Date of Incorporation
or Qualification: August 29, 1983

Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

CO



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

BUILDING FRIENDS, INC.

a Washington profit corporation. Articles of Incorporation were
filed for record in this office on the date indicated below.

Corporation Number: 2-335654-6

Date: August 29, 1983

Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

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Ralph Munro, Secretary of State

ARTICLES OF INCORPORATION
OF
BUILDING FRIENDS, INC.

FILED
AUG 29 1983

SECRETARY OF STATE
STATE OF WASHINGTON

The undersigned person of the age of eighteen years, or more, as incorporator of a corporation under the Washington Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of this corporation is: Building Friends, Inc.

ARTICLE II

DURATION

The period of the corporation's duration is perpetual.

ARTICLE III

PURPOSE

This corporation is organized for the following purposes:

a) The purchase and resale of real property, the construction and remodelling of improvement to real property, including general and special contracting services, and including the ownership, maintenance and other use of any property including real property;

b) To purchase, own, hold, sell, lease, manage or let real or personal property, improved or unimproved, or any interest therein or easement thereon; to purchase lands and subdivide same into subdivisions or lots; to loan money, borrow money, and accept and issue notes, deeds of trust, mortgages and contracts, or other security, as is necessary for the furtherance of the purpose of the corporation;

c) To engage in any business, trade or activity which may

lawfully be conducted by a corporation organized under the Washington Business Corporation Act;

d) To engage in all such activities as are incidental or conducive to the attainment of the purposes of this corporation or any of them and to exercise any and all powers authorized or permitted to be done by a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses of this Article III shall each be construed as purposes and powers, and the matters expressed in each clause shall be in no way limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers; and nothing contained in these clauses shall be deemed in any way to limit or exclude any power, right or privilege given to this corporation by law or otherwise.

ARTICLE IV

SHARES

This corporation shall have authority to issue FIFTY THOUSAND (50,000) shares of common stock and each share shall have a par value of ONE DOLLAR (\$1.00).

ARTICLE V

CONTRACTS IN WHICH DIRECTORS HAVE INTEREST

Any contract or other transaction between this corporation and one or more of its directors, or between this corporation and any corporation, firm, association, or other entity of which one or more of its directors are stockholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, by voting or otherwise, even

though his or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided that the fact of such interest shall be disclosed to or known by the Director acting on such contract or transaction.

ARTICLE VI

DIRECTORS

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of five (5) directors, and the names and addresses of the persons who shall serve as directors and until the first annual meeting of the shareholders and until their successors are elected and qualify unless they resign or are removed are:

Rose W. Steele
c/o Bernard C. Wilhelm
East 719 Sharp
Spokane, WA 99202

Father Armand Nigro, S.J.
Gonzaga University
East 502 Boone Avenue
Spokane, Washington 99258

Bernard C. Wilhelm
East 719 Sharp
Spokane, WA 99202

David P. Shriver, CPA
WALTHER & SHRIVER, P.S.
South 400 Jefferson, Suite 450
Spokane, Washington 99204

F. Lawrence Taylor, Jr.
TAYLOR & DYRESON, P.S.
North 300 Mullan Road, Suite 201
Spokane, Washington 99206

ARTICLE VII

BYLAWS

The Board of Directors shall have the power to adopt, amend or repeal the Bylaws for this corporation, subject to the power of the Shareholders to amend or repeal such Bylaws. Provided, however, that said By-Laws must provide that, so long as the Frank and Rose Steele Foundation, a Washington non-profit corporation, is the owner of any stock in this corporation, then at least 51% of the members of the Board of Directors of this corporation, shall also be members of the Board of Directors of the Frank and Rose Steele Foundation, and that said Frank and Rose Steele Foundation may select or change those members on this Board of Directors at any time, whether at an annual meeting or not.

ARTICLE VIII

REGISTERED OFFICE, AGENT

The name and address of the initial registered agent and his address is:

F. Lawrence Taylor, Jr.
North 300 Mullan Road, Suite 201
Spokane, Washington 99206

ARTICLE IX

PREEMPTIVE RIGHTS

Preemptive rights of Shareholders to acquire additional shares of stock of the corporation shall exist.

ARTICLE X

CUMULATIVE VOTING

The right to cumulate votes in the election of directors shall exist with respect to shares of stock of this corporation.

ARTICLE XI

AMENDMENTS OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal, by the affirmative vote of the holders of two-thirds (2/3) of the shares entitled to vote thereon, any of the provisions contained in these Articles of Incorporation, and the rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator is:

F. Lawrence Taylor, Jr.
North 300 Mullan Road, Suite 201
Spokane, Washington 99206

DATED:

August 18, 1983

F. Lawrence Taylor, Jr.
Incorporator

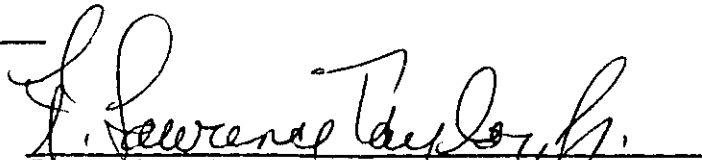
CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, F. LAWRENCE TAYLOR, JR. hereby consent to serve as registered agent, in the State of Washington, for the following corporation:

BUILDING FRIENDS, INC.

I understand that as agent for the corporation, it will be my responsibility to accept Service of Process in the name of the corporation; to forward all mail and license renewals to the appropriate officers of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

August 18, 1983


F. LAWRENCE TAYLOR, JR.
N. 300 Mullan Road, Suite 201
Spokane, Washington 99206