

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

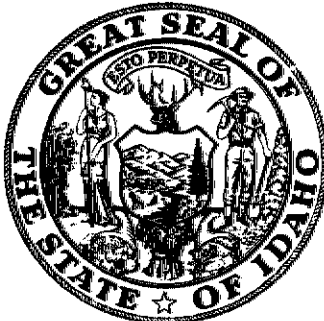
AMERICAN RESOURCE MANAGEMENT, INC.

File number C 109418

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: February 14, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sherry Reubens*

RECEIVED  
SEC. OF STATE ARTICLES OF INCORPORATION

95 FEB 13 AM 10 26

OF

AMERICAN RESOURCE MANAGEMENT, INC.

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CK #: 6966 CUST# 2286  
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# : C

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is AMERICAN RESOURCE MANAGEMENT, INC.

ARTICLE TWO

Purposes. The purpose of the corporation is to acquire, develop and sell real property and engage in general forestry, timber and resource management. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 1009 2nd Street, City of St. Maries, County of

Benewah, State of Idaho 83861. The name of the corporation's initial registered agent at such address is Randy Mattson.

#### ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is One Hundred Thousand ( 100,000 ). The aggregate par value of the total authorized number of par value shares is One Million Dollars (\$1,000,000.00).

#### ARTICLE SIX

Transfer of Stock. In case a stockholder desires to sell his or her shares of stock, the stockholder must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his or her stock shall file notice in writing of the stockholder's intention with the secretary of the corporation, stating the terms of sale, and unless the stockholder's terms are accepted by any or all other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and the stockholder will be at liberty to sell to anyone else.

#### ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is two (2), 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 qualify are:

NAME	ADDRESS
1. Wendell Vannatter	HCO 1, Box 285-G St. Maries, Idaho 83861
2. Randy Mattson	1009 2nd Street St. Maries, Idaho 83861

#### ARTICLE EIGHT

Incorporators. The name and address of each incorporator for this corporation is:

NAME	ADDRESS
1. Wendell Vannatter	HCO 1, Box 285-G St. Maries, Idaho 83861
2. Randy Mattson	1009 2nd Street St. Maries, Idaho 83861.

EXECUTED in duplicate this 10<sup>th</sup> day of February, 1995.

  
WENDELL VANNATTER

  
RANDY MATTSON