



CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

JAN 18 PM 1:39

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Wetland Banks Northwest, LLC

2. The complete street and mailing addresses of the initial designated office:

919 S. Linder Road, Eagle, Idaho 83616

(Street Address)

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

Ron Sali

(Name)

919 S. Linder Road, Eagle, Idaho 83616

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

NameAddress

Ron Sali

919 S. Linder Road, Eagle Idaho 83616

5. Mailing address for future correspondence (annual report notices):

919 S. Linder Road, Eagle Idaho 83616

6. Future effective date of filing (optional): January 18, 2013

Signature of a manager, member or authorized person.

Secretary of State use only

Signature

Typed Name: Ron Sali

Signature

Typed Name:



C.L. "BUTCH" OTTER
Governor

GAVIN M. GEE
Director

January 11, 2013

Ron Sali
Wetland Banks Northwest, LLC
919 S Linder Rd
Eagle, ID 83616

Re: No Objection Letter

Dear Mr. Sali:

The Idaho Department of Finance (Department) has received and reviewed your letter to Gavin Gee, Director of the Idaho Department of Finance, dated January 7, 2013. In that letter, you requested that the Department offer a no objection position for use of the name "Wetland Banks Northwest, LLC" in the state of Idaho. We understand from your letter that Wetland Banks Northwest, LLC's primary purpose will be to permit, design, build and maintain, and sell wetland credits designated for replacement of future wetland losses. We further understand that the company is not a bank, does not engage in, and does not intend to engage in the business of banking in Idaho.

Section 26-1202 of the Idaho Bank Act prohibits any person, other than a national bank, not authorized to operate as a bank under the Act, to advertise or use as part of its company name the word "bank" or "banker" or any other word of similar import. The Idaho Bank Act does not authorize the Director of the Idaho Department of Finance to waive the requirements of the law. Rather, the Department is offering "no objection" to the company's use in Idaho of the name "Wetland Banks Northwest, LLC." Under the circumstances discussed above, we do not believe the proposed use of the name "Wetland Banks Northwest, LLC" in Idaho is misleading to the public. While the Department does not intend to pursue an action under this statute, it is possible that another agency may do so. However, we believe the likelihood is slight.

Sincerely,

Mary E. Hughes
Financial Institutions Bureau Chief

FINANCIAL INSTITUTIONS BUREAU

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