

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

A J ENTERPRISES, INC.

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: June 18, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

**ARTICLES OF INCORPORATION**

**OF**

***A J ENTERPRISES, INC.***

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I.**

The name of the corporation is A J ENTERPRISES, INC.

**ARTICLE II.**

The period of its duration is perpetual.

**ARTICLE III.**

The corporation is organized for the purpose of owning, operating and managing real and personal property; engaging in the general business of buying, selling, harvesting, logging, transporting and processing timber and other forest products; road building, heavy and light construction and other activities ancillary thereto; and for the purpose of conducting any other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, specifically including, but not limited to, Idaho Codes 30-1-4, as it presently exists together with any powers which may be hereinafter added to said statute.

**ARTICLE IV.**

The powers of the corporation shall include the following but now be limited thereto:

- (a) To have perpetual succession by its corporate name;

- (b) To sue and be sued, complain and defend in the corporate name;
- (c) To have a corporate seal which may be altered at pleasure;
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated;
- (e) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes and bonds and other obligations, and secure any of its obligations by mortgage or pledge all or any of its property, franchises and income;
- (g) To have and to exercise any and all powers necessary or convenient to effect its purposes.

## **ARTICLE V.**

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) each with a par value of One Hundred Dollars (\$100.00). There shall be issued only one class of shares which shall be known as the common stock of the corporation. Restrictions on transfer of shares shall be as follows:

All shares shall be subject to these restrictions. No shares shall be transferred unless (a) the holder of such shares first offers to the corporation and to other shareholders of the corporation a prior opportunity, to be exercised within a reasonable time, to acquire the restricted shares and (b) the transfer will not result in a loss of any Subchapter S tax status

which the corporation may then qualify for, whether presently exercised or not; provided however that these restrictions may be waived by unanimous consent of the existing shareholders. These restrictions shall be printed on the face of all stock certificates.

#### **ARTICLE VI.**

The preemptive rights of all shareholders shall not be denied or otherwise modified.

#### **ARTICLE VII.**

The address of the initial registered office of the corporation is: A J Enterprises Inc., % Judith K. Henson, Ahsahka, Idaho, 83520, and the name of its initial registered agent at such address is Judith K. Henson, Ahsahka, Idaho, 83520.

#### **ARTICLE VIII.**

The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify, are:

Judith K. Henson, Ahsahka, Idaho, 83520

Arthur L. Henson, Ahsahka, Idaho, 83520

The number of directors constituting the board of directors may be changed from time to time by shareholder's action in accordance with the by-laws without amendment to these articles.

#### **ARTICLE IX.**

The names and addresses of the incorporators are the directors listed above in Article VIII.

Dated this 16<sup>th</sup> day of June, 1993.

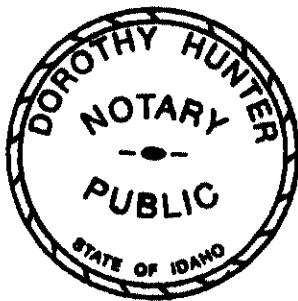
Arthur L. Henson

Judith K. Henson  
Judith K. Henson

STATE OF IDAHO )  
 )  
 ) ss.  
County of Clearwater )

On this 16<sup>th</sup> day of June, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared Judith K. Henson and Arthur L. Henson, known or identified 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 affixed my official seal  
the day and year in this certificate first above written.



Darothy Hunter  
Notary Public for State of Idaho  
Residing at Arden, therein.  
My commission expires 12-21-1998

DAVID SECRETARY OF STATE			
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