

CERTIFICATE OF INCORPORATION  
OF

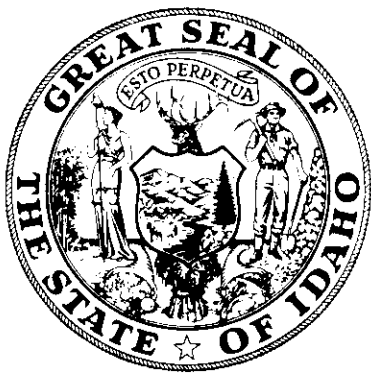
MOUNTAIN ENTERPRISES, INC.

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 MOUNTAIN ENTERPRISES, INC.

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: **December 15, 1983**



SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
MOUNTAIN ENTERPRISES, INC.

DEC 15 8 41 AM '83  
CLERK OF DISTRICT COURT  
IDAHO STATE

We, the undersigned, incorporators for the purpose of forming a corporation under and pursuant to Title 30, Chapter 1 of the Idaho Code do hereby certify the following:

I

The name of this corporation shall be:

MOUNTAIN ENTERPRISES, INC.

II

The duration of this corporation shall be perpetual.

III

The purpose of the corporation is: to purchase, acquire, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, improve, develop, construct, maintain, manage, equip, operate, and generally deal in any and all lands, improved and unimproved, and in business blocks, office buildings, and other buildings of any kind, and any and all property of any and every kind or description, real, personal, and mixed, wheresoever situated; to act as financial, commercial, or general agent or representative of any corporation, association, firm, syndicate, or individual, and as such to develop, improve, and extend the property, trade, and business interests thereof, and to aid any lawful enterprise in connection therewith; to apply for, purchase, or otherwise acquire any license, power, authority, franchise, concession, right, or privilege that any corporation or other legal entity may be empowered to enact, make, or grant; to have unlimited power to engage in, and to do any lawful act concerning any and all lawful business for which corporations may be organized under the Idaho Code.

IV

The location and post office address of the registered office of this corporation in the State of Idaho shall be 250 Northwest Blvd., Suite 111, Coeur d'Alene, ID 83814, and its registered agent at that address is Daniel R. Williams.

V

The aggregate number of shares which this corporation shall have the authority to issue is 10,000 shares, with a par value of \$100 per share, having an aggregate par value of \$1,000,000 which shall be known as common stock. This stock, to the extent possible, shall be issued pursuant to the provisions of Sec. 1244 of the Internal Revenue Code.

VI

The name and post office address of the incorporator is:

Daniel R. Williams  
250 Northwest Blvd.  
Suite 111  
Coeur d'Alene, ID 83814

VII

The names and post office addresses of the first Board of Directors are as follows:

J. Lydell Lambeth  
250 Northwest Blvd.  
Suite 111  
Coeur d'Alene, ID 83814

Daniel R. Williams  
250 Northwest Blvd.  
Suite 111  
Coeur d'Alene, ID 83814

Robert F. Ehrlich  
250 Northwest Blvd.  
Suite 111  
Coeur d'Alene, ID 83814

Thomas G. Walsh  
250 Northwest Blvd.  
Suite 111  
Coeur d'Alene, ID 83814

Catherine L. Cox  
3145 Balli Lane  
Alameda, CA 94501

whose terms of office shall continue until the first annual meeting of the shareholders, or until their successors are duly elected and have qualified.

VIII

All or any portion of these Articles of Incorporation may be amended by the affirmative vote of the holders of a majority of the stock entitled to vote.

IX

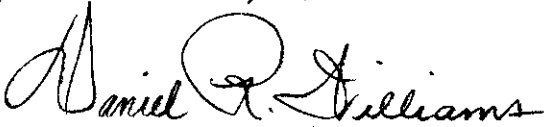
The management of this corporation shall be vested in a Board of Directors consisting of not less than one or more than six Directors to be elected at the annual meeting of this corporation.

X

The officers of this corporation shall consist of a

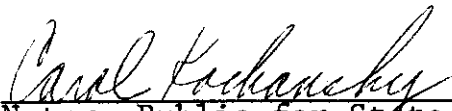
President, Vice-President, Secretary and Treasurer, and any two of the offices, except those of President and Secretary may be held by the same person.

IN TESTIMONY WHEREOF, I have hereunto set my hand at the place indicated on the 12th day of December, 1983.

  
\_\_\_\_\_  
DANIEL R. WILLIAMS

STATE OF IDAHO            )  
                                  )    ss.  
County of Kootenai        )

On this 12th day of December, 1983, before me a Notary Public within and for said County, personally appeared Daniel R. Williams to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.

  
\_\_\_\_\_  
Notary Public for State of Idaho  
Residing at *Hayden Lake, ID*