

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

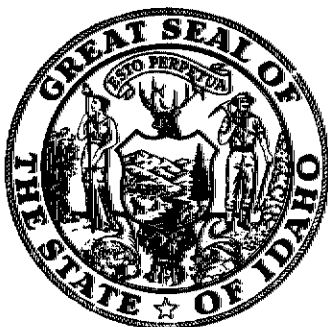
NORTHERN ENVIRONMENTAL RESOURCES, INC.

File number C 109614

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 28, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl R. White*

ARTICLES OF INCORPORATION  
OF

RECEIVED  
SEC. OF STATE

NORTHERN ENVIRONMENTAL RESOURCES, INC.

FEB 28 2:00 PM '95

SECRETARY OF STATE

95 FEB 27 AM 8 28

The undersigned, acting as incorporators of a corporation ("Corporation") under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I. NAME

The name of the Corporation shall be Northern Environmental Resources, Inc.

ARTICLE II. PERIOD OF DURATION

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. PURPOSES

This Corporation is organized for the purpose of conducting natural resource assessments of real property, both public and private.

The Corporation is further organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV. STOCK

The total authorized number of shares of stock in the Corporation shall consist of One Hundred Thousand (100,000) shares of common stock. No par value will be attached to the

IDAHO SECRETARY OF STATE

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ARTICLES OF INCORPORATION OF  
NORTHERN ENVIRONMENTAL RESOURCES, INC. - 1

Paul William Vogel, P.A.  
Attorney-at-Law  
212 N. First Avenue  
Suite G-100  
P.O. Box 1828  
Sandpoint, ID 83864-0903  
Ph: (208) 263-6636  
Fax: (208) 265-6775

#: C

stock. All shares shall be one class, denoted common stock. Each share is entitled to one (1) vote.

#### ARTICLE V. RIGHTS

There are no provisions denying preemptive rights.

#### ARTICLE VI. BOARD OF 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 share holders or until their successors are elected and qualify are:

Gregory L. Schiffrin  
900 W. Elmira Road  
Sandpoint, Idaho 83864

John I. Monks  
512 North Monroe Avenue  
Sandpoint, Idaho 83864

#### ARTICLE VII. BYLAWS

The provisions for the regulations of the internal affairs of the Corporation are to be set forth in the Bylaws of the Corporation.

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or to adopt new Bylaws, subject to repeal or change by action of the share holders, shall be vested in the Board of Directors. Such power may be exercised by a majority vote of the Board of Directors at any annual or special meeting of the Board of Directors called for that purpose.

**ARTICLE VIII. INCORPORATORS**

The name and address of each incorporator is:

Gregory L. Schifrin  
900 W. Elmira Road  
Sandpoint, Idaho 83864

John I. Monks  
512 North Monroe Avenue  
Sandpoint, Idaho 83864

**ARTICLE IX. REGISTERED OFFICE**

The address of the initial registered office of the Corporation is 1121 North Fifth Avenue, Sandpoint, Idaho 83864 and the name of the initial registered agent at such address is John I. Monks.

IN WITNESS WHEREOF we the hereunto set our hands this

22nd day of February, 1995.

  
\_\_\_\_\_  
GREGORY L. SCHIFRIN

  
\_\_\_\_\_  
JOHN I. MONKS

STATE OF IDAHO            )  
                              ) ss.  
County of Bonner        )

GREGORY L. SCHIFRIN, being first duly sworn upon his oath, deposes and says that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.

  
\_\_\_\_\_  
GREGORY L. SCHIFRIN

SUBSCRIBED AND SWORN TO before me this 22nd day of February, 1995.

Diane A. Rossman

NOTARY PUBLIC - STATE OF IDAHO  
Residing at: Cocatopa  
Commission Expires: 11-21-2000

STATE OF IDAHO            )  
                                  ) ss.  
County of Bonner        )

JOHN I. MONKS, being first duly sworn upon his oath, deposes and says that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.

John I. Monks  
JOHN I. MONKS

SUBSCRIBED AND SWORN TO before me this 22nd day of February, 1995.

Diane A. Rossman

NOTARY PUBLIC - STATE OF IDAHO  
Residing at: Cocatopa  
Commission Expires: 11-21-2000