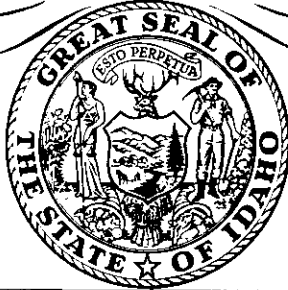


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

JOHN J. HANLEY AND ASSOCIATES, INC.

was filed in the office of the Secretary of State on the **Fourth** day of **February**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **122** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Cottonwood** in the County of **Idaho**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **4th** day of **February**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
JOHN J. HANLEY AND ASSOCIATES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States and residents of the State of Idaho, have associated ourselves for the purpose of forming a business corporation pursuant to the provisions of the Business Corporation Act, of the State of Idaho, for the purposes hereinafter mentioned and set forth, and we hereby certify to and adopt the following Articles of Incorporation:

1.

The name of the corporation is:

JOHN J. HANLEY AND ASSOCIATES, INC.

2.

The corporation shall have perpetual existence, except as it may be limited or terminated, by, or in accordance with law.

3.

The location of the registered office of the corporation is two South-
miles/East of Cottonwood, in Idaho County, Idaho; and its post office address is Cottonwood, Idaho.

4.

The nature of the business and the objectives and purposes to be transacted and carried on by the corporation, are to do any or all things hereinafter mentioned, as fully, and to the same extent as a natural person might or could do, including the following specific purposes:

To engage in a general business of farming, ranching, and the raising of livestock;

To buy, hold, own, lease, rent, mortgage or sell real and personal property of every description in furtherance of any phase of any business in which the corporation may engage.

To engage in the business of buying, selling, distributing, leasing, servicing, repairing or otherwise dealing in agricultural, or automotive, vehicles, implements, machinery and equipment and materials and related products.

To own, operate, and maintain a general wholesale and retail cattle business, including the purchase, raising and resale of cattle of all types.

To carry on the business of farming and stockraising, dairying, and the production, merchandising, manufacture and preserving of all kinds of farm, dairy and meat products, and to carry on any other business incidental thereto, or related to the same.

To purchase and sell farm and ranch lands, and to do a general commission and broker's business in any or all of the business activities herein mentioned.

To construct, acquire, operate, hire, lease, mortgage, sell or otherwise acquire or dispose of elevators and grain storage plants, together with all necessary and requisite storage warehouses, docks, plants, machinery and equipment and appliances used or deemed necessary by the operator to generally carry on any such business or any business in connection therewith.

To engage in a general logging and lumber business, including, but not limited to the manufacture and sale of lumber or forest products of all kinds.

To purchase, locate, lease, or otherwise acquire, and to operate or sell, mines, mining claims, mining rights, and lands or any interests therein, and to explore, work, develop, and otherwise manage or handle any quarry, mine, smelting or refinery plant, and to do any and all other things necessary to accomplish the specific purposes herein set forth.

To engage generally in the construction and building business, and in connection therewith, or in addition thereto, to engage in the buying and selling of construction materials of all types and kinds, either at retail or wholesale; and also to construct, maintain and operate, or to rent, lease or contract with reference to residence and business buildings, motels, hotels, or other types of structures, to buy and sell any of such structures or operations, as may be determined proper by the Board of Directors.

To generally engage in and perform any enterprise, act, or vocation which a natural person might or could do in accomplishing the specific purposes herein set forth; and otherwise to exercise all the powers and privileges of a business corporation within the meaning and limitations of the statutes of the State of Idaho.

It is our intention that the enumeration of specific purposes and powers herein shall not be construed to restrict in any manner the general terms and powers of this corporation, and that the expression of one thing shall not be deemed to exclude the other, although it be of a like nature. The enumeration of objects or purposes herein shall not be deemed to limit by inference any powers, objects, or purposes which this corporation is or may be empowered to exercise, whether expressly by reason of the laws of the State of Idaho, now or hereafter to become in effect, or impliedly by any reasonable construction of the law.

5.

The Board of Directors of the corporation are hereby expressly authorized to make, modify or amend bylaws of this corporation by a majority vote of that body.

6.

The bylaws of the corporation may, if the Board of Directors so determine, provide that the Board shall be authorized to designate two or more of

its members to constitute and executive committee, which committee shall have and exercise any or all of the powers of the Board of Directors in the management of the business and the affairs of the corporation, within the limitations of the bylaws, and they shall have the power and authority to act for and on behalf of the Board of Directors upon the adoption of a resolution to that effect being made by the majority of the members of the Board of Directors.

7.

The capital stock and authorized capital of this corporation is the sum of Two Hundred Fifty Thousand and No/100 Dollars (\$250,000.00), which will be represented by Twenty Five Hundred (2,500) shares of non-assessable common stock of the par value of One Hundred and No/100 Dollars (\$100.00) each, and each share will entitle the holder thereof to one vote in any stockholders meeting.

8.

The name and post office address of each of the incorporators and the number of shares subscribed by each are as follows:

John J. Hanley, Cottonwood, Idaho,	50 shares
Bess L. Hanley, Cottonwood, Idaho,	50 shares
Kathleen M. Hanley, Cottonwood, Idaho	1 share
Theodore N. Toennis, Cottonwood, Idaho	1 share

IN WITNESS WHEREOF, we, the undersigned, being the original incorporators, have hereunto set our hands and executed these Articles, the

3/27 day of January, 1963.

John J. Hanley
Bess L. Hanley
Kathleen M. Hanley
Theodore N. Toennis

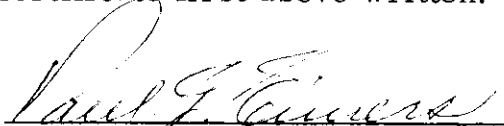
STATE OF IDAHO

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County of Idaho

On this 31st day of January, 1963, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared John J. Hanley, Bess L. Hanley, Kathleen M. Hanley and Theodore N. Toennis, all personally known to me to be the persons whose names are subscribed to the foregoing 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.



Notary Public for the State of Idaho,
residing at Grangeville, Idaho