



**CERTIFICATE OF INCORPORATION
OF**

R. I. 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: **September 2, 1988**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Shirley J. Clark*

ARTICLES OF INCORPORATION

OF

R. I. ENTERPRISES, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, acting as incorporator(s) of a corporation under the Idaho Business Corporation Act, adopt(s) the following Articles of Incorporation for such Corporation:

ARTICLE 1.

Corporate Name

The name of this Corporation is R. I. ENTERPRISES, INC.

ARTICLE 2.

Period of Duration

The period of its duration is perpetual.

ARTICLE 3.

Corporate Purposes

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

ARTICLE 4.

Capital Stock

1. The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares.

2. All such shares shall consist of one class only, designated as Common Stock, and shall be without par value.

3. There shall be no preferences, limitations or unequal relative rights. Each share of Common Stock shall have

equal voting power and shall have such rights as are now or hereafter granted by the laws of the State of Idaho.

4. The shares of stock shall not be issued until payment in full has been received therefor, such stock shall be non-assessable, and the shareholders shall have no liability for corporate obligations.

ARTICLE 5.

Pre-Emptive Rights

No holder of any shares of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE 6.

Registered Office and Agent

The street address of the initial registered office of the Corporation is Gayway Center #10, 16th & Whitley Drive, Fruitland, ID 83619, and the mailing address is PO Box 368, Fruitland, ID 83619. The name of its initial registered agent at such address is KELLY J. RHINEHART.

ARTICLE 6.

Directors

1. The business of the Corporation shall be managed by its Board of Directors; which Board of Directors shall be

governed by these Articles of Incorporation and by such By-Laws as the Corporation may hereafter, from time to time, adopt.

2. The number of directors constituting the initial Board of Directors of the Corporation is Two (2), and the number of directors may be increased or decreased from time to time by amendment of the By-Laws of the Corporation in any manner not prohibited by law. 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:

KELLY J. RHINEHART	PO Box 368 Fruitland, ID 83619
W. E. ISOM	279 SW 10th Street Ontario, OR 97914

ARTICLE 7.

Incorporator

The name and address of the incorporator is:

KELLY J. RHINEHART	PO Box 368 Fruitland, ID 83619
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ARTICLE 8.

Regulations of Internal Affairs

Provisions for the regulation of the internal affairs of the Corporation are:

1. Benefits: The Corporation may enter into any kind of contract or agreement; co-operative, pension or profit-sharing plan; death benefit; and/or salary continuation plan upon disablement with its officers or employees that the Corporation may deem advantageous or expedient, or it may otherwise reward or

pay persons for their services as the Board of Directors may deem fit.

2. Amendment: Amendment of these Articles of Incorporation shall be accomplished only as now or hereafter prescribed by law.

DATED this 1st day of September, 1988.

Kelly J. Rhinehart
KELLY J. RHINEHART

STATE OF IDAHO)
 :SS.
County of Payette)

On this, the 1st day of September, 1988,
before me, Glenn M. Lee, Notary Public in and for said
state, personally appeared KELLY J. RHINEHART, known to me to be
the person whose name is subscribed to the foregoing instrument
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year first above written.

Glenn M. Lee
Notary Public for said State
Residing at: Franklin
My Commission Expires: 12-16-93