

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

RICHMOND - STOUT, 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 24, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by:

M. Basala

RECORDED
SEC. 1
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ARTICLES OF INCORPORATION
OF
RICHMOND - STOUT, INC.

ARTICLE I.

The name of the Corporation shall be Richmond - Stout, Inc..

ARTICLE II.

The period of duration shall be perpetual.

ARTICLE III.

The purposes for which the Corporation is organized shall be conducting the business of ownership and development of real property and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV.

The aggregate number of shares of which the Corporation shall have authority to issue shall be one hundred twenty thousand (120,000) shares of common stock the par value of which shall be \$1.00 per share.

ARTICLE V.

The internal affairs of the Corporation shall be governed by the duly adopted bylaws of the Corporation.

ARTICLE VI.

The address of the Corporation's initial registered office shall be 104 Superior Street, Sandpoint, Idaho 83864, with a

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COOKE, LAMANNA,
SMITH & COGSWELL
CHARTERED
ATTORNEYS AT LAW
P. O. BOX C
SANDPOINT, IDAHO 83864
TELEPHONE NO. 263-3115

mailing address of P.O. Box C, Sandpoint, Idaho 83864; the name of the Corporation's initial registered agent at such address is Stephen F. Smith.

ARTICLE VII.

The number of directors constituting the initial Board of Directors shall be six (6); the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors be elected and qualified, are as follows:

Ronald E. Stout 228 North Third Iola, Kansas 66749	David O. Stout Local 440 565 13th Avenue Seattle, Washington 98122
Jeanette L. Stoops 330 Kauffman Ave., Apt. Y Vancouver, Washington 98660	Karl L. Richmond 12470 West Idaho Drive Lakewood, Colorado 80228
Lloyd E. Richmond 15376 Calle De Fuente La Puente, Ca. 91745	Camilla N. Nield Box 873 Leeds, Utah 84746.

ARTICLE VIII.

The name and address of the incorporator are as follows:

Ronald E. Stout, 228 North Third Avenue, Iola, Kansas 66749.

DATED: Sept 10, 1990.

BY:

Ronald E. Stout
Ronald E. Stout

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STATE OF KANSAS)
) SS
County of Allen)

On this 10th day of September, 1990, before me the undersigned, a Notary Public in and for said State, personally appeared RONALD E. STOUT, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

James M. Baskin
Notary Public - State of Kansas
Residing at Topeka therein
My commission expires: 12-31-1992

