



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

THRIFTWAY LUMBER COMPANY

was filed in the office of the Secretary of State on the 28th day of A.D., One Thousand Nine Hundred and will be duly recorded on ~~Film~~ microfilm 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 Boise, Idaho in the County of Ada

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 28th day of December, A.D., 1971 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
THRIFTWAY LUMBER COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, WALTER K. LAURSEN, LOREEN E. LAURSEN and RICHARD L. LAURSEN, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following Articles of Incorporation:

I.

The name of the corporation shall be THRIFTWAY LUMBER COMPANY.

II.

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

III.

The location of the registered office of this company shall be 2619 Fairview Avenue, Boise, Ada County, State of Idaho.

IV.

The nature of the business and the objects and purposes of this corporation shall be:

A. To buy, sell, deal or traffic in any and all kinds

of wood or timber products, all types of building materials, appliances or other products used in building construction.

B. To deal and traffic in real estate and all estates and interest therein, whether owned by it or otherwise; to buy, take, lease, rent, option or otherwise acquire, own, hold, possess, sell, exchange, lease, convey, transfer, rent, mortgage, give liens against, or in any other manner dispose of or encumber real estate, and any and all interest or estates therein, whether within or without the State of Idaho.

C. To purchase or otherwise acquire, hold, sell, assign, endorse, transfer, mortgage, pledge, hypothecate, or otherwise dispose of, or to deal generally in notes, bonds, contracts, stocks, warrants, bills, open accounts, and other evidences of indebtedness of individuals, firms, partnerships and corporations, municipal, public and private, except as limited by law; to loan its funds, with or without security, on notes, open account or otherwise.

D. To purchase, subscribe for, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including, but not limited to, shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts or obligations of any corporation, association, domestic or foreign, and to pay therefor, in whole or in part, in cash or by exchanging therefor stocks, bonds or other evidence of indebtedness or security of this or any other corporation, and while the owner or holder of such real or personal property, stocks, bonds, debentures,

notes, evidence of indebtedness or other securities, contracts or obligations to receive, collect and dispose of interest, dividends and income arising from such property, and to possess and exercise in respect thereof, all rights, powers and privileges of ownership, including all voting powers on any stock so owned.

E. To enter into, make and form and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality, body politic, country, territory, district, state and government.

F. To carry out any other business which may seem to the corporation capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value of, or render profitable, any of the corporation's property or rights.

G. To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

H. To do each and all things set forth herein to the same extent and as fully as natural persons might do, or could do, in the State of Idaho, and any other state, country or place; and, in general, to carry on any other business in connection with the foregoing, to have and exercise all powers conferred by laws of Idaho upon corporations.

V.

In furtherance, and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

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To make and alter by-laws of this corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

If the by-laws so provided, to designate two or more of its members to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of this corporation, have and exercise any or all of the powers of the board of directors in the management of the business and affairs of the corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of at least a majority of the holders of the voting stock issued and outstanding, the board of directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its board of directors deem expedient and for the best interests of the corporation.

This corporation may in its by-laws confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

VI.

The capital stock of this corporation shall be

\$200,000.00, divided into 20,000 shares of the par value of \$10.00 each. No distinction shall exist between the shares of this corporation and all such shares shall have the same rights in the corporation.

VII.

All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services, or any other right or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same as though paid for in cash at par; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock.

VIII.

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the board of directors, and as may be permitted by law.

IX.

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

X.

The business of this corporation shall be managed and conducted by a board of directors of not less than three members nor more than five. The first board shall consist of three members and may be raised up to four or five at any time by a majority vote of the stockholders. The first board shall be elected at the first meeting of the stockholders of this corporation and the entire board to be elected annually thereafter at the

annual meeting of the stockholders of the corporation. The board of directors may meet and transact the business of the corporation, whether at its principal place of business herein designated or at such other place within or without the State of Idaho as may be designated by resolution of the board.

XI.

The name and post office address of each of the incorporators and a statement of the number of shares subscribed for by each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>AMOUNT</u>
Walter K. Laursen	3316 Crescent Rim Dr. Boise, Idaho	3	\$30.00
Loreen E. Laursen	3316 Crescent Rim Dr. Boise, Idaho	3	\$30.00
Richard L. Laursen	520 E. Curling Dr. Boise, Idaho	2	\$20.00

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted, subject to this reservation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to take the number of shares of stock hereinbefore set opposite our names

and accordingly have hereunto set our hands and seals this
27th day of December, 1971.

Walter K. Laursen
Walter K. Laursen

Loreen E. Laursen
Loreen E. Laursen

Richard L. Laursen
Richard L. Laursen

STATE OF IDAHO)
 : ss.
County of Ada)

On this 27th day of December, 1971, before me, the undersigned, a Notary Public in and for said state, personally appeared WALTER K. LAURSEN, LOREEN E. LAURSEN and RICHARD L. LAURSEN, known to me to be the persons whose names are subscribed to the within 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 first above written.

J. N. E. [Signature]
Notary Public for Idaho
Residing at Boise, Idaho.
My Commission expires
9/4/72