



## 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

RIVER CITY INVESTMENT, INC.

was filed in the office of the Secretary of State on the 3rd day of January A.D., One Thousand Nine Hundred seventy-seven and will be micro-  
/duly recorded on Film No. 411 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 Lewiston in the County of Nez Perce

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 3rd day of January, A.D., 1977.

Pete T. Cenarrusa  
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION  
OF  
RIVER CITY INVESTMENTS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, A. NEIL DeATLEY, RONALD HJALTALIN and PATRICIA M. DeATLEY, each being a natural person of full age and a citizen of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the provisions of Title 30, Idaho Code, and we do hereby certify as follows:

FIRST

That the corporate name of this corporation shall be:

RIVER CITY INVESTMENTS, INC.

SECOND

That the purposes and objects for which said corporation is formed are as follows:

- (a) To enter into and perform all manner and kind of contracts, agreements and obligations for any lawful purpose, by or with any person, firm, association, corporation, government, whether local, state or federal, and any governmental division or subdivision whatsoever.
- (b) To acquire by purchase, lease, exchange, or in any other manner, mining and mineral rights, concessions or grants, or any interest therein, and to sell, lease, or in any other manner to dispose of the whole or any part thereof, or any interest therein when deemed desirable by the corporation.
- (c) To engage in the business of the mining, quarrying, or other extraction of minerals, the processing of rock and rock aggregate products, and the sale of such products thereby produced.
- (d) To purchase or otherwise acquire and sell, lease, rent,

or otherwise dispose of construction and mining equipment of every kind and nature whatsoever.

- (e) To acquire, own, use, operate, rent, lease, mortgage, convey and otherwise dispose of, and in every manner deal with real and personal property, or either real or personal property, or any interest therein.
- (f) To purchase or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of stocks, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities of any corporation, including this corporation.
- (g) To purchase, lease, or otherwise acquire in whole or in part the business, assets, rights, franchises, capital stock and property of every kind, and to take over the whole or any part of such assets and/or liabilities of any firm, person, association, or corporation engaged in, or authorized to engage in the same general type of business authorized to be conducted by this corporation, or own property, either real or personal, necessary or suitable for its purposes, and to pay for the same in cash, or in stock, notes, debentures, or bonds of this corporation, or otherwise; and to hold, or in any manner dispose of the whole or any part of the business or property so acquired, and to exercise all the powers necessary or incidental to the carrying on of such business.
- (h) To enter into any contract, pension trust, cooperative agreement or profit sharing plan with its officers and/or employees which the corporation may deem advantageous or expedient, or to otherwise reward or pay such persons for their services as the Directors of the corporation may deem fit.
- (i) To borrow money for the purposes of the corporation and to issue bonds, notes, or debentures, or other evidences of indebtedness therefor, and to secure the same by mortgage or pledge of personal property, including the income of the corporation, or by mortgage of real or personal property, executed in trust or otherwise.
- (j) To redeem or otherwise purchase or acquire, in whole or in part, capital stock of the corporation owned by any shareholder thereof.
- (k) To exercise generally the powers customarily exercised by business corporations, and particularly the powers provided by the laws of the State of Idaho, referring especially to Section 30-114, Idaho Code.
- (l) To carry on any other business, or to do anything in connection with the objects and purposes above mentioned that may be necessary or proper to accomplish successfully or promote such objects and purposes.

The foregoing clauses, by reason of the specific enumeration of such powers, shall not be held to restrict the power of the corporation to do any act or thing within the purview of its general purposes.

### THIRD

This corporation shall have perpetual existence.

### FOURTH

The location and post office address of the registered office of this corporation in the State of Idaho, and its principal place of business shall be in  
Sal Preston  
Lewiston, Nez Perce County, State of Idaho.

### FIFTH

That the capital stock of this corporation shall consist of 2,000 shares of common stock having a par value of FIFTY (\$50.00) DOLLARS per share, and an aggregate par value of ONE HUNDRED THOUSAND (\$100,000) DOLLARS; each of said shares shall be non-assessable when fully paid for.

The capital stock of this corporation shall not be divided into classes, but shall consist of one class only, that being common stock; and each share of stock shall be entitled to one vote in all matters wherein the shareholders of the corporation shall be entitled to vote, and each share shall in all respects be equal to every other share.

The capital stock shall be transferred only in accordance with such rules and regulations as are established by the By-Laws of the corporation, and all restrictions relative to the transfer of shares of stock of the corporation shall be noted on the stock certificates issued by the corporation.

### FIFTH

That the name and post office address of each of the incorporators, and


the number of shares of the capital stock of this corporation described in the preceding paragraph subscribed to by each is as follows:

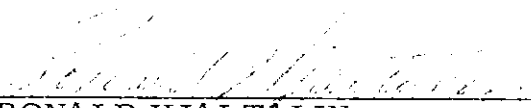
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
A. Neil DeAtley	221 Preston, Lewiston, Idaho, 83501	1
Patricia M. DeAtley	221 Preston, Lewiston, Idaho, 83501	1
Ronald Hjaltalin	4520 Wernett, Pasco, Washington 99301	1

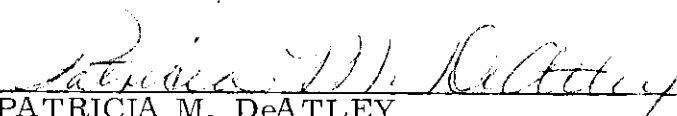
SEVENTH

That the right and power to adopt, repeal, alter, rescind and amend the By-Laws of this corporation, and to adopt new By-Laws, is hereby expressly conferred upon the Board of Directors of this corporation as provided in Section 30-132(7), Idaho Code.

WITNESS our hands this 30<sup>th</sup> day of December, 1976.

  
A. NEIL DeATLEY

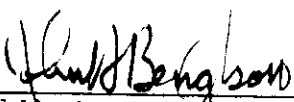
  
RONALD HJALTALIN

  
PATRICIA M. DeATLEY

STATE OF IDAHO       )  
                                  ) ss.  
County of Nez Perce   )

On this 30<sup>th</sup> day of December, 1976, before me, the undersigned,  
a Notary Public in and for said State, personally appeared A. NEIL DeATLEY,  
RONALD HJALTALIN and PATRICIA M. DeATLEY, known to me to be the  
persons whose names are subscribed to the within and 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 hereinabove first written.

  
\_\_\_\_\_  
Notary Public in and for the State of Idaho,  
Residing at Lewiston therein.