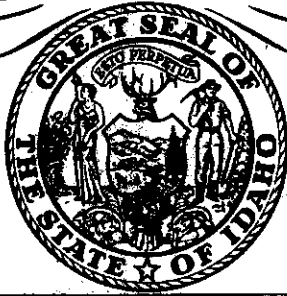


State of Idaho



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

TWO RIVERS, INC.

was filed in the office of the Secretary of State on the **Eighteenth** day of **August,** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **129** 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 **Boise**.

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 **18th** day of **August**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

of

TWO RIVERS, INC.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby execute and adopt these Articles of Incorporation in triplicate, certifying as follows:

ARTICLE I.

NAME: The name of said Corporation is and shall be "TWO RIVERS, INC."

ARTICLE II.

PURPOSES: The purposes for which said Corporation is formed and organized are:

Anywhere in the United States and its Territories, and particularly in the State of Idaho, to engage in any commercial, industrial or agricultural en-

terprise calculated or designed to be profitable to this Corporation, and in conformance with the laws of the State of Idaho; to generally engage in, do and perform any enterprise, act or vocation, that a natural person might or could do or perform; to engage in the general logging and lumbering business, including but without limitation to the manufacture and sale of lumber and lumber products of all kinds; to engage in the manufacture and sale, purchase, import and export of merchandise and personal property of all manner and description; to act as agents for the purpose of the sale and handling of goods, wares and merchandise of any and all types and description for the account of the Corporation, or as factor, agent, procurer and otherwise for or on behalf of another; to manufacture, purchase and otherwise acquire on mortgage, pledge, sale, assignment, transfer or otherwise dispose of; to invest, trade, deal in and deal with goods, wares and merchandise, real and personal property of every class and description. To carry out such purposes the Corporation shall have the following powers:

(a) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and/or personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the Corporation, other than its franchise of being a corporation; and to

acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign;

(b) In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, obligations, negotiable and transferable instruments, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, trust receipt, conditional sale contract, or otherwise;

(c) To use and apply its surplus earnings or accumulated profits to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner and upon such terms as its Board of Directors shall determine;

(d) To appoint such officers, employees and agents as the business of the Corporation may require, and to allow them compensation;

(e) to make By-Laws not inconsistent with any existing law for the management of its business and pro-

perty, the regulation and conduct of its affairs, and the certification and transfer of its stock;

(f) To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the Corporation;

(g) To invest surplus funds from time to time at the discretion of the Board of Directors of the corporation;

(h) To have one or more offices and places of business in and out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and/or personal property situate outside as well as inside the State of Idaho.

(i) To do all lawful acts as are necessary and expedient to accomplish the stated purposes of this Corporation.

ARTICLE III.

DURATION: Said Corporation shall have perpetual existence.

ARTICLE IV.

LOCATION OF PRINCIPAL OFFICE: The location and post-office address of the principal and registered office of said Corporation shall be Lewiston, Nez Perce County, State of Idaho.

ARTICLE V.

CAPITAL STOCK: The amount of the capital stock of said Corporation shall be \$25,000.00, divided into 250 shares, of the par value of \$100.00 per share, with one vote to each share, and all of which shares shall be common shares and non-assessable.

ARTICLE VI.

INCORPORATORS: The name and post-office address of each of the incorporators and a statement of the number of shares subscribed by each, the only class of shares being common shares, are as follows:

Nelson R. Howard, 627 Lindsay Creek Road, Lewiston, Idaho.	1 share
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Stanley E. Dye, 622 Lindsay Creek Road, Lewiston, Idaho.	1 share
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Jerry V. Smith, 302 Weisgerber Building, Lewiston, Idaho.	1 share
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ARTICLE VII.

DIRECTORS: The number, terms of office, manner of election, time and place and manner of calling meetings, and the powers and duties of the Directors, shall be prescribed by the By-Laws. A Director need not be a share-

holder of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our
hands and seals at Lewiston, Idaho, this _____ day of
_____, 1964.

Nelson A. Howard (SEAL)
Stanley E. Dye (SEAL)
____ (SEAL)

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

On this _____ day of _____,
1964, before me, Daniel A. Quinlan, a Notary Public in
and for the State of Idaho, personally appeared NELSON
A. HOWARD, STANLEY E. DYE and JERRY V. SMITH, known to
me to be all of the persons whose names are subscribed
to the within and foregoing instrument, and acknowledg-
ed 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 in and for the
State of Idaho, residing at
Lewiston, therein.