

FILED EFFECTIVE

2013 OCT -2 PM 1:30

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
GREENSTONE-KOOTENAI II, INC.**

The undersigned, for the purpose of forming a corporation under the Idaho Business Corporation Act, hereby certifies and adopts the following Articles of Incorporation:

**ARTICLE I.
NAME**

The name of this Corporation shall be "Greenstone-Kootenai II, Inc."

**ARTICLE II.
SHARES**

The aggregate number of shares which this Corporation shall have authority to issue ten thousand (10,000) shares with a Ten Cent (\$.10) par value per share, all of which shall be voting common stock.

**ARTICLE III.
REGISTERED AGENT**

The registered agent of this Corporation and the street address of the registered office of this Corporation are as follows:

Registered Agent
Peter Smith

Registered Office Address
601 East Front Avenue, Suite 502
Coeur d'Alene, Idaho 83814

**ARTICLE IV.
PREEMPTIVE RIGHTS**

Shareholders of this Corporation shall have preemptive rights to acquire additional shares offered for sale by this Corporation.

**ARTICLE V.
CUMULATIVE VOTING**

Shareholders of this Corporation shall have cumulative voting rights.

**ARTICLE VI.
DIRECTORS**

A. The names and addresses of the initial directors of this Corporation are as follows:

IDAHO SECRETARY OF STATE
10/02/2013 05:00
CK: NONE CT: 278665 DH: 1392585
1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C199811

<u>Name</u>	<u>Address</u>
Matthew J. Frank	3802 47 th Avenue NE Seattle, WA 98105
Stephanie E. DeLaRosa	25059 Pine Point Ct. Liberty Lake, WA 99019
Joseph M. Frank	24859 East Ludlow Lane Liberty Lake, WA 99019
Gary Schneidmiller	1511 North Chase Road Post Falls, ID 83854
Ross Schneidmiller	1107 South Liberty Drive Liberty Lake, WA 99019
Kevin Schneidmiller	6552 East Octavia Court Post Falls, ID 83854

B. A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages arising from any conduct as a director, except liability for (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law. This limitation shall not apply to any act or omission occurring before the effective date of this paragraph. If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VII.

INDEMNIFICATION

The Corporation has the power to indemnify, and to purchase and maintain insurance for, its directors, officers, trustees, employees, and other persons and agents. Without limiting the generality of the foregoing, the Corporation shall indemnify its directors against all liability, damages, and costs or expenses (including attorney's fees) arising from or in connection with service for, employment by, or other affiliation with this Corporation to the maximum extent and under all circumstances permitted by law. No such indemnity shall indemnify any director from or on account of any liability for (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

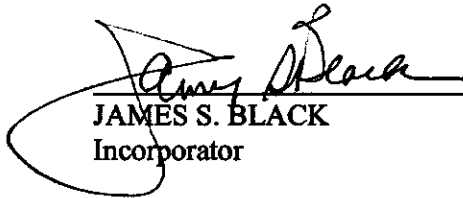
ARTICLE VIII.
AMENDMENT OF BYLAWS

Shareholders of this Corporation are expressly and exclusively authorized to make, alter, and repeal the Bylaws of this Corporation.

ARTICLE IX.
INCORPORATOR

The name and address of the incorporator is James S. Black, 717 West Sprague Avenue, Suite 1600, Spokane, Washington 99201.

IN WITNESS WHEREOF, the incorporator hereinabove named has executed these Articles of Incorporation this 20th day of September, 2013.



JAMES S. BLACK
Incorporator