



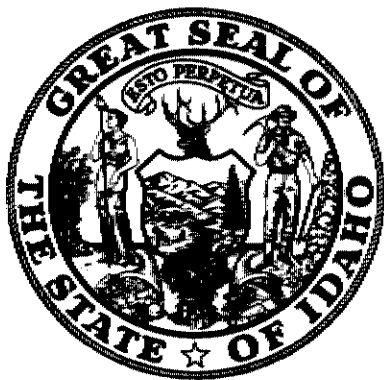
**CERTIFICATE OF INCORPORATION
OF**

WILDERNESS LAND, 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: **March 17, 1988**



SECRETARY OF STATE

by:

RECEIVED
STATE
28 MAR 17 PM 9 12
ARTICLES OF INCORPORATION

OF

WILDERNESS LAND, INC.

* * * * *

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural citizens of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general laws of the State of Idaho, do hereby certify as

ARTICLE I

The name of the Corporation shall be "WILDERNESS LAND, INC."

ARTICLE II

Principal office and registered agent. The principal office of the corporation of the State of Idaho is at Route #3 Box 6715, Twin Falls, County of Twin Falls, Idaho 83301. The registered agent at this address is L. Jay Mitchell.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the General Business Corporations Act for the State of Idaho.

ARTICLE V

STOCK

Section 1. Authorized Shares. The total number of shares which this corporation is authorized to issue is 10,000 shares of common stock of \$1.00 par value. Dividends are payable on the common stock in such amounts and such times as declared by the board of directors and pursuant to the laws of the General Business Corporations Act for the State of Idaho.

Section 2. Voting Rights of Stockholders. Each holder of common stock shall be entitled to one vote for each share of stock standing in his name on the books of the corporation. At each election of directors, each holder of the common stock shall have as many votes as the number of shares of common stock owned by him, multiplied by the number of directors to be elected by the holders of the common stock. These votes may be divided among the total number of directors to be elected by the holders of common stock, or distributed among any lesser number, in such proportion as the holder may desire.

ARTICLE VI

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
L. Jay Mitchell	Route 3 Box 715 Twin Falls, ID 83301	3,333
Dennis Thompson	P. O. Box 210 Hagerman, ID 83332	3,333

The above-named incorporators shall also be the initial directors.

ARTICLE VII

The Board of Directors shall consist of one to three Directors. During the term of their office, or thereafter, the number of Directors shall be increased or decreased from time to time as provided by the By-Laws; provided, however, that the Board of Directors shall not be more than three nor less than one.

ARTICLE VIII

The power to appeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the Directors, as well as on the shareholders, to be exercised by such vote of the Directors or of the allotted shares, as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-Laws.



ARTICLE IX

The authorized and treasury stock of this corporation may be issued at such time, upon such terms and conditions and for such consideration that the Board of Directors shall determine.

ARTICLE X

No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of the capital stock of such corporation is owned by the corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any Director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and any Director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors or the company which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation and not so interested.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 14 day of March, 1988.


L. JAY MITCHELL

DENNIS THOMPSON