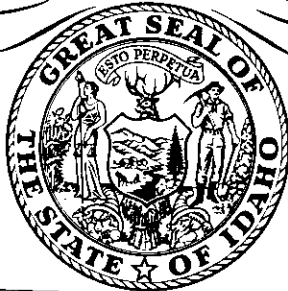


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

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

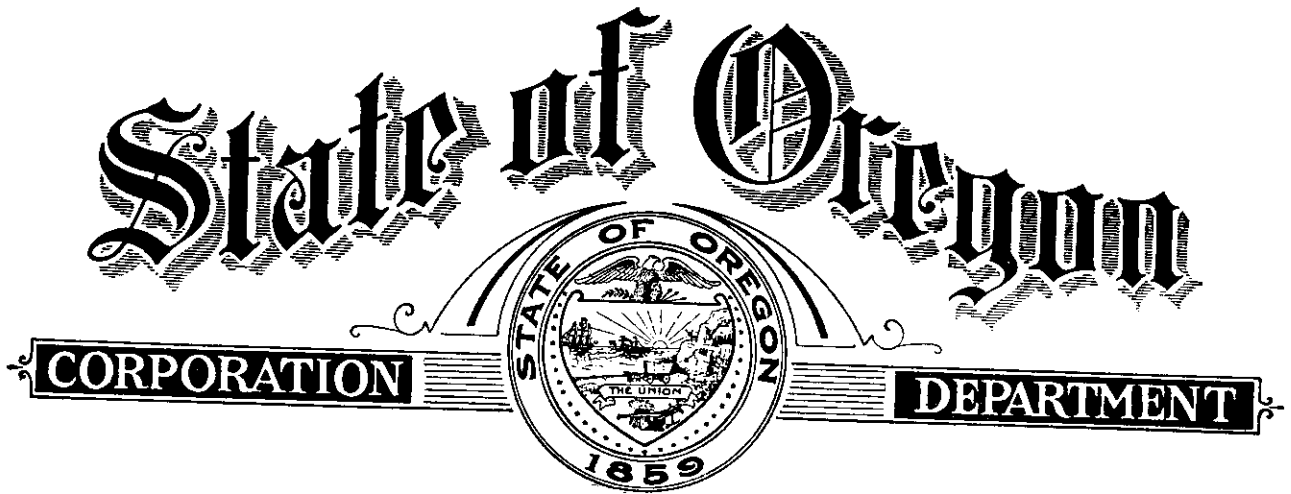
WILLAMETTE INVESTMENT CO.

a corporation duly organized and existing under the laws of **Oregon** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **27th** day of **November**, **1939**, a properly authenticated copy of its articles of incorporation, and on the **27th** day of **November**, **1939**, a designation of **E. L. Miller** in the County of **Kootenai** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **27th** day of **November**, A.D. **1939**.

Secretary of State.



I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

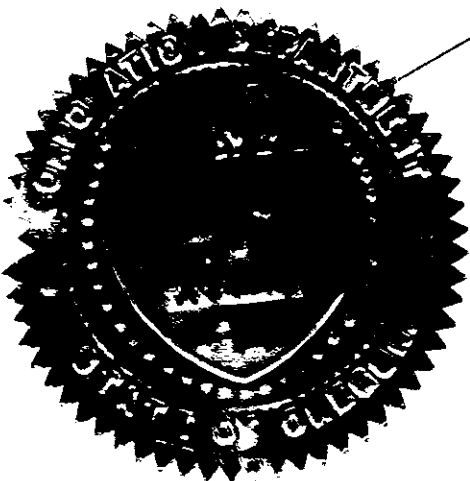
That I have carefully compared the annexed copy of the Articles of Incorporation and all amendments thereto of WILLAMETTE INVESTMENT CO. with the originals thereof now on file in my office; that the same are correct transcripts therefrom and of the whole thereof; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that WILLAMETTE INVESTMENT CO. is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.

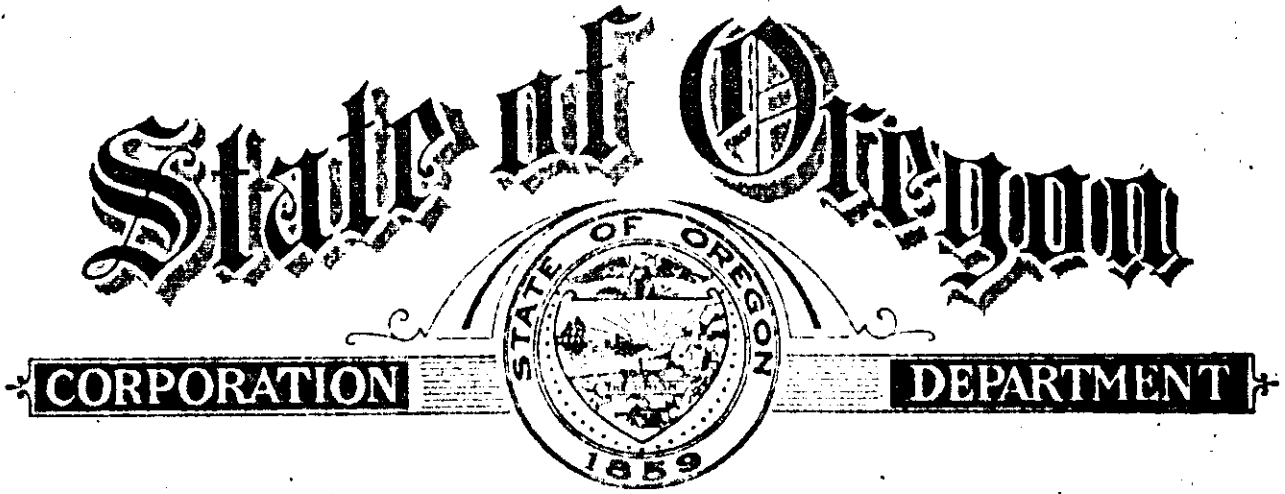
In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 18th day of September, 19 59.

Frank J. Healy

Corporation Commissioner



File No. 54549



Certificate of Incorporation

OF

WILLAMETTE INVESTMENT CO.

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that triplicate originals of Articles of Incorporation for the incorporation of
 WILLAMETTE INVESTMENT CO.
 duly signed and verified pursuant to the provisions of the Oregon Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of
 WILLAMETTE INVESTMENT CO.
 and attaches hereto a duplicate original of the Articles of Incorporation.

Dated January 6, 1955.

Grand J. Kelly
 Corporation Commissioner

ARTICLES OF INCORPORATION

OF

WILLAMETTE INVESTMENT CO.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I

The name of this corporation is WILLAMETTE INVESTMENT CO., and its duration shall be perpetual.

ARTICLE II

The purpose or purposes for which this corporation is organized are: to engage in the investment business and to such to buy, sell, receive, accept or otherwise acquire, own, handle, improve, develop, invest in, hold and generally to deal in, all property, real, personal and mixed, of every kind and nature.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) of the par value of One Hundred Dollars (\$100.00) each. The shares shall all be common shares and in all respects shall be equal and each, equal and relative rights, preferences and limitations.

ARTICLE IV

The corporation will not commence business until One Thousand Dollars (\$1,000.00) has been received by it as consideration for the issuance of its shares.

ARTICLE V

The address of the initial registered office of the corporation is 1821 N. E. Olisan Street, Portland, Oregon, and the name of its initial registered agent at such address is Frank A. Gougar.

ARTICLE VI

The number of directors constituting the Initial Board of Directors

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B.C.

of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify, are:

Frank R. Cooper, 5821 N. E. Glisan Street, Portland, Oregon,
Hollie E. Cooper, 2135 S. W. Willard Street, Portland, Oregon,
Kileen C. Thompson, Powell Butte, Oregon.

ARTICLE VII

The name and address of each incorporator is:

R. W. Nahstall, 805 Equitable Building, Portland, Oregon,
M. N. Eben, 805 Equitable Building, Portland, Oregon,
Lillamae Wentz, 805 Equitable Building, Portland, Oregon.

Dated January 5, 1955.

S/ R. W. Nahstall

S/ M. N. Eben

S/ Lillamae Wentz

STATE OF OREGON)

County of Multnomah)

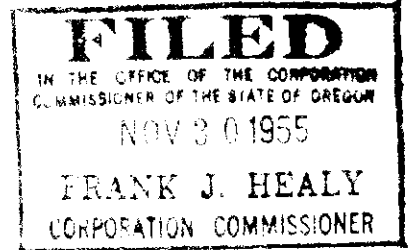
I, McDANELL BROWN, a Notary Public for Oregon, hereby certify that on the 5th day of January, 1955, personally appeared before me R. W. HAESTOLL, M. H. ESKER and LILLIANE WENZ, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

S/ McDannell Brown

Notary Public for Oregon

Commission expires 6/6/55

Articles of Amendment
to the
Articles of Incorporation
of



WILLAMETTE INVESTMENT CO.,
an Oregon corporation

Pursuant to the provisions of ORS 57370 (Section 56, Chapter 542, Oregon Laws 1953) of the Oregon Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment:

1. The name of the corporation is, Willamette Investment Co.,

2. The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on November 8, 1955 in the manner prescribed by the Oregon Business Corporation Act:

RESOLVED that Article III of the Articles of Incorporation of this Corporation be altered to provide as follows:

"The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5000) of the par value of One Hundred Dollars (\$100.00) each. The shares shall all be common shares and in all respects shall be equal and enjoy equal and relative rights, preferences and limitations."

3. The number of shares of the corporation outstanding at the time of such adoption was 1000, and the number of shares entitled to vote thereon was 1000, the number of shares voted for such amendment was 1000, and the number of shares voted against such amendment was None.

4. The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment are as follows:

The amendment increases from 1000 shares of \$100 par value each to 5000 shares, \$100 par value each, the authorized capital of the corporation.

Date: November 10, 1932

WILLAMETTE INVESTMENT CO.

By *[Signature]*
President

and WILLAMETTE INVESTMENT CO.
[Signature] Secretary

STATE OF OREGON,
County of MULTNOMAH

I, Jessiel Wallingford, a duly qualified and duly sworn public notary public, do hereby certify that on this 10th day of November, 1932, personally appeared before me F. R. Cooper and F. O. Lundquist, who each being by me first duly sworn severally declared that they are the President and Secretary, who signed the foregoing document as such officers of said corporation, and that the statements therein contained are true.

[Signature]
Notary Public for Oregon
My Commission Expires

3. The number of shares of the corporation outstanding at the time of such adoption was 2075 and the number of shares entitled to vote thereon was 2075 the number of shares voted for such amendment was 2075 and the number of shares voted against such amendment was None

4. The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment are as follows: None

Dated: February 27 of 1928

WARRANTS INVESTMENT CO.

By: [Signature]
Its [Signature] President
and [Signature]
Its [Signature] Secretary

STATE OF OREGON,

County of Washington

I, [Signature], County Public Notary Public do hereby certify that on this 23rd day of February, 1928 personally appeared before me Frank W. Cooper and [Signature] who each being by me first duly sworn, severally declared that they are the President and Secretary, who signed the foregoing document as such officers of said corporation, and that the statements therein contained are true.

[Signature]
Notary Public for Oregon

My commission expires August 13, 1927