

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

C. & L. Inc.

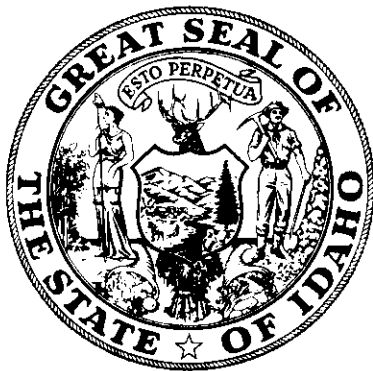
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

C. & L. Inc.,

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 February 12th, 19 83.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

C. & L. INC.

I.

We, the undersigned, being natural persons of full age, all of whom are citizens of the United States, or of its territories or possessions, do hereby voluntarily associate ourselves for the purpose of forming a private corporation, under the laws of the STATE OF IDAHO.

II.

The name of the proposed corporation is C. & L. Inc.

III.

The period of it's duration is perpetual.

IV.

The location and address of the registered office of this corporation shall be 519 Styner, Moscow, Idaho 83843.

V.

The registered agent of the corporation shall be Robert E. Lord of 519 Styner, Moscow, Idaho 83843

VI.

The purpose of the corporation is the transaction of any or all lawful business for which corporations may be incorporated under this act.

VII.

The stock to be issued by this corporation shall be One Dollar (\$1.00) par value common stock. The total number of shares authorized to be issued shall be Ten Thousand (10,000) shares of common stock, and the holders and the owners thereof shall have and acquire such voting rights in said corporation as provided by the laws of the STATE OF IDAHO. The stock issued by this corporation shall be non-assessable.

ARTICLES OF INCORPORATION

VIII.

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

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARES</u> |
|------------------|------------------------------|---------------|
| Robert E. Lord | 519 Styner, Moscow, ID 83843 | 1 |
| Cornelia A. Lord | 519 Styner, Moscow, ID 83843 | 1 |

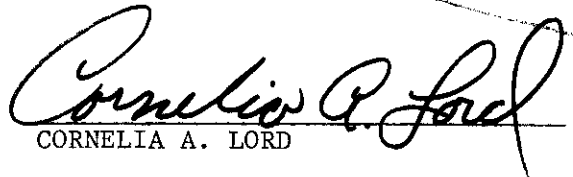
The nominated and elected directors and the directors of the corporation to serve until the first annual shareholders meeting or until successors be elected and qualified, are two in number and listed as follows:

Robert E. Lord, 519 Styner, Moscow, Idaho 83843

Cornelia A. Lord, 519 Styner, Moscow, Idaho 83843

We, the undersigned, for the purpose of forming a corporation, do make and file and record this instrument and so hereby certify that the facts and circumstances are true and have hereunto set our hands this 9 day of February 1980.

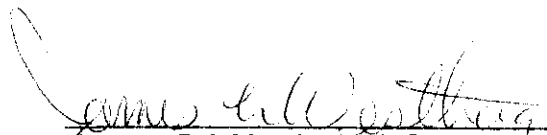

ROBERT E. LORD


CORNELIA A. LORD

STATE OF IDAHO)
) ss
County of Latah)

On this 9th day of February, 1980, before me the undersigned a Notary Public in and for the State of Idaho, personally appeared ROBERT E. LORD and CORNELIA A. LORD known to me to be the persons whose names are subscribed to the within 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 last above written.


Notary Public in and for the State of Idaho, residing at Moscow, Idaho