

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY OF

WELLS LUMBER CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WELLS LUMBER CO. _____ for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to WELLS LUMBER CO. _____ to transact business in this State under the name WELLS LUMBER CO. _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated June 10, 19 82.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Wells Lumber Co.

2. *The name which it shall use in Idaho is (Architectural Lumber Co.) Do not pick - up

3. It is incorporated under the laws of Oregon

4. The date of its incorporation is February 9, 1982 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 26380 SW Pete's Mountain Road, West Linn OR 97068

6. The street address of its proposed registered office in Idaho is 947 West Amity, Boise ID 83705, and the name of its proposed registered agent in Idaho at that address is John W. Henderson

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Lumber sales and purchases

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Micheal J. Wells</u>	<u>president</u>	<u>26380 SW Pete's Mountain Road West Linn OR 97068</u>
<u>John W. Henderson</u>	<u>vice president</u>	<u>947 West Amity Boise ID 83705</u>
_____	_____	_____
_____	_____	_____

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>500</u>	<u>common</u>	<u>without par</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

1948年

1949年

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of	Jan 10 8 45 AM '82 Class	Par Value Per Share or Statement That Shares Are Without Par Value
	SECRETARY OF STATE	
200	common	without par

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated _____, 19____.

Wells Lumber Co.

By *[Signature]*

Its _____ President and secretary

and _____

Its *[Signature]* ~~Secretary~~ vice president

STATE OF Idaho)

)ss:

COUNTY OF Ada)

I, Kay Newton, a notary public, do hereby certify that on this 9th day of June, 19 82, personally appeared before me John W. Henderson, who being by me first duly sworn, declared that he is the Vice President of Wells Lumber Co.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Kay Newton

Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF OREGON

County of Multnomah

I, Debra E. Eldridge, a notary public, do hereby certify that on this 1st day of June, 1982, personally appeared before me Micheal J. Wells, who being by me first duly sworn, declared that he is the President and Secretary of Wells Lumber Co., that he signed the foregoing document as President and Secretary of the corporation and that the statements therein contained are true.


Notary Public for Oregon
My Commission Expires: 3/11/84

JUN 10 8 45 AM '82
UNANIMOUS WRITTEN CONSENT OF THE BOARD OF
DIRECTORS STATE SECRETARY OF STATE WELLS LUMBER CO.

WHEREAS, the undersigned are all the directors of Wells Lumber Co., an Oregon corporation; and

WHEREAS, in lieu of a meeting of the board of directors, the members thereof desire to take action hereinafter set forth without a meeting and by consent of all the directors of the corporation pursuant to the statutory authorization for such procedures as provided by ORS 57.791.

NOW, THEREFORE, the undersigned directors of Wells Lumber Co., unanimously adopt the following resolution:

RESOLVED, that the corporation shall use the assumed business name of Architectural Lumber Co.

Dated: 6/9, 1982.



John W. Henderson
Director



Micheal J. Wells
Director

State of Oregon

Department of Commerce Corporation Division

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

That I have carefully compared the annexed copy of the Articles of Incorporation of
.....WELLS LUMBER CO.....
with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation 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 office 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 Division of the Department of Commerce of the State of Oregon this 27th day of May, 19 82 .



Frank J. Healy
Corporation Commissioner

By Shelby Hunt

FILE NO. 1538461

FILED

FEB 9 1982

CORPORATION DIVISION

ARTICLES OF INCORPORATION
OF
WELLS LUMBER CO.

The undersigned natural person of the age of 18 years or more acting as incorporator under the Oregon Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is WELLS LUMBER CO., and its duration shall be perpetual.

ARTICLE II

The purpose or purposes for which the corporation is organized are to engage in any lawful activity for which corporations may be organized under ORS Chapter 57.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is 500 no par value.

ARTICLE IV

The address of the initial registered office of the corporation is 26380 SW Pete's Mountain Road, West Linn, Oregon 97068, and the name of its initial registered agent at said address is Micheal J. Wells.

ARTICLE V

The number of directors constituting the initial Board of Directors of the corporation is two, 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:

<u>Name</u>	<u>Address</u>
Micheal J. Wells	26380 SW Pete's Mountain Road West Linn OR 97068
John W. Henderson	26380 SW Pete's Mountain Road West Linn OR 97068

ARTICLE VI

The shareholders shall not be denied statutory pre-emptory rights to acquire additional or treasury shares of the corporation.

ARTICLE VII

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Kirkham E. Hay	200 SW Market Street, Suite 1790 Portland OR 97201

I, Kirkham E. Hay, the undersigned incorporator, declare under penalties of perjury that I have examined the foregoing and to the best of my knowledge and belief, it is true, correct and complete.



Kirkham E. Hay