



CERTIFICATE OF INCORPORATION
OF

OSPREY, 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 _____

OSPREY, 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 July 25, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

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OF
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OSPREY, INC.

SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, citizens of the United States of America, of full legal age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end we hereby adopt Articles of Incorporation as follows:

ARTICLE I:

The name of this corporation is, and shall be,
OSPREY, INC.

ARTICLE II:

That the purposes for which it is formed are as follows:

1. To acquire by purchase, lease, or otherwise and to improve and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

2. To purchase or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage or otherwise dispose of, and to invest, trade and deal in and with real property, and any and all interests therein.

3. To build houses or other buildings of every kind and character, either for sale or lease or on contract or otherwise; to lay out, subdivide, resubdivide, and plat tracts of land and sell the

same, either by such subdivision or resubdivision; and to improve lands laid out, subdivide or resubdivide, grade, oil and improve streets, alleys, parks, and other places, and sidewalk, curb, and otherwise improve the same, and construct and maintain and operate sewers and any and all other conveniences and matters in connection therewith.

4. To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time, for any of the objects or purposes of this corporation, and to mortgage, pledge, hypothecate, and/or convey in trust, any or all of its property to secure payment thereof.

5. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm association, corporation, municipality, state or government, or any subdivision, district, or department thereof.

6. To have offices, conduct its business, and promote its objects within and without the State of Idaho, in other states, the District of Columbia, the territories and colonies of the United States, and in foreign countries, without restriction as to place or amount.

7. The several clauses contained in this statement of purpose shall be construed as both purposes and powers, and the statements contained in each clause shall be in nowise limited or restricted, by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE III:

The corporate existence shall be perpetual.

ARTICLE IV:

That the place where its principal place of business is to be located in the City of Sagle, Bonner County, Idaho, and its address shall be Route 1, Box 135A.

ARTICLE V:

The amount of the capital stock in this corporation shall be TEN THOUSAND (10,000) *as per Linda Cult.* divided into ONE THOUSAND DOLLARS (\$10,000.00) shares of the par value of ONE DOLLAR (\$1.00) each.

ARTICLE VI:

That the amount of the capital stock which has actually been subscribed is TWO THOUSAND DOLLARS (\$2,000.00) the following are the names of the persons and the address of each of the incorporators and a statement of the number of shares subscribed by each:

1. Curtis And Ondaro Company 1,000 subscribed
a California company
1999-C South Coast Highway
Laguna Beach, California 92651
2. Frederick Ebner none
P.O. Box 1664
Sandpoint, Idaho 83864
3. Frederick Ebner and Ronald Eyler 1,000 subscribed
a California partnership
P.O. Box 601
Belmont, California 94002

ARTICLE VII:

Mr. Frederick Ebner, Rt. 1, Box 135A, Sagle, Idaho 83860, shall be the registered agent. The initial Board of Directors shall be Cinda Ondaro and Frederick Ebner.

*1999-C South Coast Highway
Laguna Beach, Calif. 92651*
P.O. Box 1664 Sandpoint, Idaho 83864

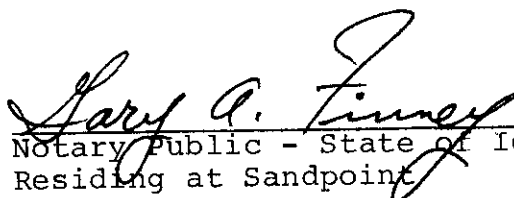
as per Linda Cult

IN WITNESS WHEREOF, I have hereunto set my hand on
this 22nd day of July, 1980.


FREDERICK EBNER

STATE OF IDAHO)
) ss.
County of Bonner)

On this 22nd day of July, in the year of 1980, before
me, the undersigned Notary Public, personally appeared
FREDERICK EBNER, known to me to be the person whose name is
subscribed to the within instrument and acknowledged to me that
he executed the same.


Notary Public - State of Idaho
Residing at Sandpoint