



Department of State

CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

WINKLUND INTERNATIONAL LUMBER CO.

was filed in the office of the Secretary of State on the **Twenty-second** day
of **July,** A.D. One Thousand Nine Hundred **Sixty-four** and
duly recorded on Film No. **129** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
St. Maries in the County of **Benewah.**

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 **22nd** day of **July**,
A.D., 19 **64.**

Secretary of State.

ARTICLES OF INCORPORATION
of
BERKLUND INTERNATIONAL LUMBER CO.

KNOW ALL MEN BY THESE PRESENTS: That we, Curtis J. Berklund, William E. Berklund and O. C. Berklund, each being natural persons of full age, and citizens of the United States and of the State of Idaho, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, and we do hereby certify, declare and adopt the following Articles of Incorporation.

1.

That the name of the corporation shall be:

"BERKLUND INTERNATIONAL LUMBER CO."

2.

The period of existence of the corporation and the duration of its life shall be perpetual.

3.

The location of the registered office of this corporation shall be St. Maries, County of Benewah, State of Idaho, and the address of the registered office shall be St. Maries, Idaho.

4.

The nature of the business and the objects and purposes of this corporation shall be as follows:

To carry on the general business of logging, lumbering, construction of roads, either public or logging, retail and wholesale sale of lumber and akin products, to construct and erect buildings and residence for their own use and for sale, to hold real estate and personal property, to produce, grow or otherwise acquire, hold, handle, mortgage, sell, hypothecate or otherwise dispose of lumber products, either in natural or finished state. Also, to do all other things necessary to the logging and lumbering business. To hold, handle, mortgage and sell lumber and logging machinery and equipment, and do everything necessary to operate, run, sell, buy, mortgage and acquire both real property and personal property for the conduct of a general logging, lumbering, wholesale and retail and for the general construction and erection of buildings and residences

and for the acquisition of real estate for said purposes.

To carry on the general business of lumbering, logging and the products of logging and lumbering; to raise, produce, buy, grow, or otherwise acquire, hold, handle, mortgage, sell, hypothecate or otherwise dispose of lumber, logs, or the products of lumber or logs, and to traffic generally therein.

To purchase real estate, make and purchase materials for the construction of buildings; to erect buildings, to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, altering or repairing or doing any other work in connection with any and all classes of building, structures, and improvements, of any kind and nature whatsoever; also, permitting to buy or otherwise acquire real estate, and to subdivide, plat and sell the same, and generally to buy, sell and deal in real estate and personal property of every kind and description, and to own, hold, improve, develop and to manage any real estate and personal property and to erect or cause to be erected on any lands owned or held by said corporation, buildings or other structures with their appurtenances, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in any buildings or other structures at any time owned or held by the corporation.

To conduct an agency, to purchase, sell and manage real estate for others and to negotiate loans thereon.

To conduct a general brokerage business in logging and timber and lumber and akin products, either for the corporation or others.

To institute, enter into, carry on, assist, promote or participate in financial, commercial, merchantile, industrial and other businesses, enterprises, undertakings and operations.

To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations organized under and by virtue of the laws of this State or any other state, country, nation or government, and while the owner thereof, to exercise all rights, powers or privileges of ownership.

To apply for, secure, acquire by assignment, transfer, purchase or otherwise, and to exercise, carry out and enjoy any charter, license, power, authority, franchise, concession, right or privilege which any government or authority or any corporation or other public body may be empowered to grant; and to pay for

aid in, and to contribute toward carrying the same into effect, and to appropriate any of the corporations shares of stock, bonds and assets to defray the necessary costs, charges and expenses thereof.

To acquire, and pay for in cash, stocks or bonds of this corporation or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm or corporation, association or otherwise.

To draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, and other negotiable instruments or transferable instruments.

In the purchase or acquisition of property, business, rights or franchises, or for additional working capital, or for any other object in or about the business or affairs, and without limit as to the amount, to incur debt, and to raise money, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

To carry on any other business, which may seem to the corporation capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the values or or render profitable any of the corporation's property or rights.

This corporation may perform any part of its business outside of the State of Idaho, in other states, in the District of Columbia, territories or possessions or dependences of the United States, or in any foreign country.

To do each and everything necessary, suitable, useful or advisable for the accomplishment of any one or more of said objects, of which shall be, at any time, appear to be conducive to or expedient for the benefit of said corporation in connection therewith.

To do all things set forth herein to the that extent and as fully as natural persons might do or could do in the State of Idaho, and in any other state, country or place.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase, or otherwise dispose of real and personal property of every class and description in any of the states, Districts, territories, dependencies, possessions of the United States.

The foregoing clauses shall be construed as objects, purposes and powers; and it is hereby expressly provided that ny enumeration of specified or specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general to carry on any other business in connection with the foregoing, and to have an exercise of all the powers conferred by the laws of the State of Idaho upon corporations.

5.

In the furtherance of and not in limitation of the powers conferred by statute, the Board of Directors of this corporation are expressly authorized:

To make and alter by-laws of this corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

If the by-laws so provide, to designate two or more of its members to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of this corporation, have and exercise any or all of the powers of the board of directors in the management of the business, and the affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholder's meeting duly called for that purpose, or when authorized by the written consent of at least a majority of the holders of the voting stock issued and outstanding, the board of directors shall have power and authority to, at any meeting, to sell, lease or exchange all of the property and assets of this corporation including the good will and its corporate assets and franchises, upon such terms and conditions as its board of directors deem expedient and for the best interest of the corporation.

This corporation may in its by-laws confer powers upon

its directors in addition to the foregoing, and in addition to the powers and authority expressly conferred upon them by statute.

6.

The capital stock of this corporation shall be \$100,000.00 and divided into 1,000 shares of stock of the par value of \$100 each. No distinction shall exist between the shares of this corporation and all such shares shall have the same rights in the corporation.

7.

All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services, or any other rights or things of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same, as though paid for in cash at par; and the directors shall be the sole judges of the value of any property, right, or thing acquired in exchange for the capital stock.

8.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent or in any amount or manner whatsoever.

9.

The names and postoffice address of each of the incorporators and a statement of the number of shares subscribed for by each is as follows:

NAMES	ADDRESS	NUMBER OF SHARES	AMOUNT
Curtis J. Berklund	Cottonwood, Idaho	375	\$37,500
William C. Berklund	Cottonwood, Idaho	375	\$37,500
O. C. Berklund	Cottonwood, Idaho	2	\$ 200

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein granted, subject to this reservation.

WE, The undersigned, being each one of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles, hereby declaring and

certifying that the facts herein stated are true, and we respectfully agree to take the number of shares of stock hereinbefore set opposite our respective names and accordingly have set our hands and executed these presents in triplicate this 20th day of July, 1964.

Curtis J. Berklund.

Curtis J. Berklund

William E. Berklund

William E. Berklund

O. C. Berklund

O. C. Berklund

STATE OF IDAHO }
County of Idaho } ss.

On this 20 day of July, 1964, before me, the undersigned, personally appeared Curtis J. Berklund, William E. Berklund and O. C. Berklund, known to me to be the persons whose names are subscribed to the above and foregoing 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 in this certificate first above written.

D. A. Leach

Notary Public for Idaho,
Residing at Grangeville, Idaho.