

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PEND OREILLE DEVELOPMENT COMPANY, 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 the above named corporation, 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: October 28, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

M. Richards

Corporation Clerk

ARTICLES OF INCORPORATION

OF

PEND OREILLE DEVELOPMENT COMPANY, INC.

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

ARTICLE I:

The name of this corporation is, and shall be PEND OREILLE DEVELOPMENT COMPANY, INC.

ARTICLE II:

This corporation is formed for broad purposes, which 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, allys, 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 constructions and maintenance 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 restrictions 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 statement contained in each clause shall be in no wise limited or restricted, by reference 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 corporation existence shall be perpetual.

ARTICLE IV:

That the place where its principal place of business and registered office is physically located is 212 North First Ave., Sandpoint, ID. The corporation's mailing address is Post Office Box 1789, Sandpoint, Idaho 83864.

ARTICLE V:

The corporation shall have the authority to issue 1,000 shares of common stock of a par value of \$100 per share.

ARTICLE VI:

That the amount of the capital stock which has actually been subscribed is two (2) shares for \$200.00. The following are the names of the persons and the addresses of each of the incorporators and a statement of the number of shares subscribed by each:

THOMAS A. SYKES, SR. 3185 Ryan Road Creston, California 93422	One (1) Share
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MARY L. SYKES 3185 Ryan Road Creston, California 93422	One (1) Share
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ARTICLE VII:

Thomas A. Sykes, Jr., Post Office Box 1789, Sandpoint, Idaho 83864, shall be the registered agent. The initial Board of

of Directors shall consist of two (2) directors.

1. Thomas A. Sykes, Sr.
3185 Ryan Road
Creston, California 93422
2. Mary L. Sykes
3185 Ryan Road
Creston, California 93422

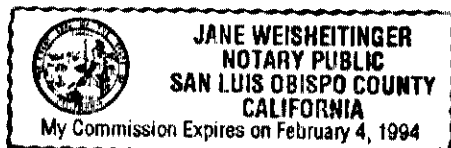
IN WITNESS WHEREOF, We have hereunto set our hands on this
22ND day of October, 1991.

Thomas A. Sykes Sr.
THOMAS A. SYKES, SR.

Mary L. Sykes
MARY L. SYKES

STATE OF CALIFORNIA)
 : ss.
County of San Luis Obispo)

On this 22nd day of October, 1991, before me, the under-
signed Notary Public personally appeared THOMAS A. SYKES, SR. and MARY
L. SYKES, known to me to be the persons whose names are subscribed to
the within instrument and acknowledged to me that they executed the
same.



Jane Weisheitinger
Notary Public - State of California
Residing at Atascadero CA
My commission expires 2-4-94