

CERTIFICATE OF INCREASE OF CAPITAL STOCK  
OF CHAPIN CEDAR COMPANY.

The undersigned, J. E. Moran, Sr., President, and J. E. Moran, Jr., Secretary of Chapin Cedar Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, with its principal office and place of business at Greer, Clearwater County, Idaho, do hereby certify:

That at all times hereinafter mentioned, they have been and now are President and Secretary respectively of Chapin Cedar Company, and acted as Chairman and Secretary respectively of the special meeting of stockholders of the company held at Greer, Idaho, on March 14, 1929, at 11:00 o'clock A. M., at which meeting the resolution increasing the capital stock of the company hereinafter mentioned was voted upon and passed.

That at the regular annual meeting of the Board of Directors of the Chapin Cedar Company, by a majority vote of the Directors of the company, there was called a special meeting of stockholders for the purpose of increasing the capital stock of the company from Fifty Thousand (\$50,000.00) Dollars to One Hundred Thousand (\$100,000.00) Dollars, and to authorize the issue of the increased capital in preferred stock of the par value of One Hundred (\$100.00) Dollars per share, said stock to be 8% cumulative preferred stock and the Secretary of the company was directed to give personal notice of the time and place of such meeting and the object thereof, by service on each stockholder at least thirty (30) days prior to the date of such proposed meeting.

That said meeting was called for the 14th day of March, 1929, at 11:00 o'clock A. M., at Greer, Clearwater County,

Idaho, and personal notice of the time and place of such meeting and of the object thereof was served on each stockholder of the company more than thirty (30) days prior to the date of such meeting; that the notice which was served upon each stockholder of the company also contained a statement of the amount to which it was proposed to increase the capital stock of the company, to-wit: from \$50,000.00 divided into 500 shares of common stock of the par value of \$100.00 each, to \$100,000.00 divided into 1000 shares of stock of the par value of \$100.00 each, 500 shares of which shall be common stock of the par value of \$100.00 each, and 500 shares of which shall be 8% cumulative preferred stock of the par value of \$100.00 each.

That at said special meeting of the stockholders, there was represented either in person or by proxy more than two-thirds of the entire capital stock, to-wit: 336 shares and all of said stock was voted in favor of the following resolution increasing the capital stock of the company from \$50,000.00 to \$100,000.00, to-wit:

RESOLVED, that Article IV of the Articles of Incorporation of the Chapin Cedar Company be amended to read as follows, to-wit:

#### "ARTICLE IV.

"The amount of capital stock of this company shall be \$100,000.00 divided into 1000 shares of the par value of \$100.00 each, 500 of such shares of the par value of \$100.00 each shall be common stock, and 500 of such shares of the par value of \$100.00 each shall be preferred stock.

"The holders of the preferred stock shall be entitled to receive when and as declared from the surplus and net profits of the corporation, yearly dividends at the rate of eight per cent (8%) per annum and no more, payable semi-annually, on the 2nd day of January and the 2nd day of July of each year. The dividends on the preferred stock shall be cumulative and shall be payable before any dividends on the common stock shall be paid or set apart, so that if in any year dividends upon the preferred

stock amounting to eight per cent (8%) shall not have been paid thereon, the deficiency shall be payable before any dividends shall be declared or paid or set apart for the common stock. Whenever all cumulative dividends on the preferred stock for all previous years shall have been declared and shall have become payable and the accrued semi-annual installments for the current year shall have been declared and the company shall have paid such cumulative dividends for previous years and such accrued semi-annual installments, or shall have set aside from its surplus or net profits a fund sufficient for the payment thereof, the Board of Trustees may declare dividends upon the common stock payable then or thereafter out of the money remaining of the surplus or net profits.

"In the event of any liquidation or dissolution or winding up (whether voluntary or involuntary) of the corporation, the holders of the preferred stock shall be entitled to be paid in full both the par amount of their shares and the unpaid dividends accrued thereon before any amount shall be paid to the holders of the common stock; and after the payment to the holders of the preferred stock of its par value and the unpaid accrued dividends thereon, the remaining assets and funds shall be divided among and paid to the holders of the common stock according to their respective shares.

"The holders of the preferred stock shall have no vote in the corporation. Said preferred stock shall be subject to redemption at \$110.00 per share and accumulated dividends thereon at any time within three years from the date of the issue thereof, and at \$105.00 per share at any time after three years from the date of the issue thereof, such redemption to be made at such time or times and in such manner as the board of Trustees shall determine.

"In no event so long as any preferred stock is outstanding shall any dividend whatsoever be declared or paid on any common stock, or shall any distribution of the capital, surplus or profits be made on any common stock unless the corporation has in addition to paying all cumulative dividends upon the preferred stock, set aside into a sinking fund for the preferred stock, ten percent (10%) of its net earnings for the current year and all defaults, if any, in complying with said sinking fund requirement in respect of previous years have been made good."

J. E. Marand

J. E. Marand

J. A. Marand

CHAPIN CEDAR COMPANY

By J. E. Marand  
President.

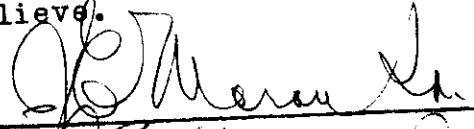
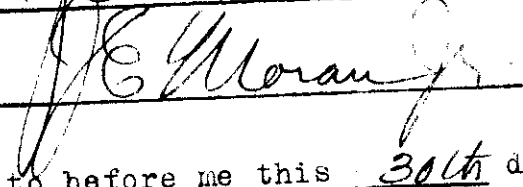
Attest:

J. E. Marand  
Secretary.

STATE OF WASHINGTON, )  
                                  ) SS:  
County of Spokane.     )

J. E. MORAN SR., and J. E. MORAN JR., being severally  
duly sworn on oath, depose and say:

That they are the President and Secretary respectively  
of Chapin Cedar Company, a corporation; that they have read  
the foregoing certificate of increase of capital stock of  
Chapin Cedar Company, know the contents thereof and that the  
same are true as they verily believe.

  
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Subscribed and sworn to before me this 30th day  
of April, 1929.

  
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Notary Public in and for the  
State of Washington, residing  
at Spokane.

My commission expires Feb. 3, 1931.

OFFICE OF  
**JOSEPH KAUFFMAN**  
AUDITOR AND RECORDER. CLERK OF DISTRICT COURT  
CLEARWATER COUNTY  
OROFINO, IDAHO



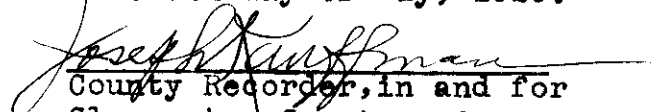
State of Idaho                    )  
  ) SS.  
County of Clearwater,)

I, Joseph Kauffman, County Recorder in and for the County of Clearwater, State of Idaho, do hereby certify that the foregoing hereto is a full, true and correct copy of the original,

CERTIFICATE OF INCREASE OF CAPITAL STOCK OF CHAPIN CEDAR COMANY.

The original being filed in this office this 4th day of May 1929, under Instrument number 27063, at 11 o'clock A.M. and is now a public record in this office and in my care and custody.

Witness my hand and official Seal this the 4th day of May, 1929.

  
County Recorder, in and for  
Clearwater County, Idaho.