

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

EVERGREEN INVESTMENTS, INC.

a corporation duly organized and existing under the laws of **Washington** has fully complied with Section 10 Article XI of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **8th** day of **December** 19 **75**, a properly authenticated copy of its articles of incorporation, and on the **8th** day of **December** 19 **75**, a designation of **Dale T. Freeman** in the County of **Kootenai** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **8th** day of **December**, A.D., 19 **75**.

Pete T. Cenarrusa
Secretary of State

Corporation Clerk



STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the annexed is a true and correct copy of the Articles of Incorporation of EVERGREEN INVESTMENTS, INC. _____ which has been duly filed and recorded in my office in accordance with law; I further certify no amendments to the Articles have been filed and that the above named corporation has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1975; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation of said corporation.



In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

May 21, 1975

Bruce K. Chapman

BRUCE K. CHAPMAN
SECRETARY OF STATE

D-227307
FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of EVERGREEN INVESTMENTS, INC.
a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of.....
Derr & Derr.....
921 W. Sprague Metro Mall.....
Spokane, Washington 99204.....
Attn: Paul R. Derr.....

Filing and recording fee... \$ 50.00

License to June 30, 1973 \$ 30.00

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1261

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In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

February 23, 1973

A. LUDLOW KRAMER
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
EVERGREEN INVESTMENTS, INC.

FILED

FEB 23 1973

A. LUDLOW KRAMER
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

That we, the subscribers, being of legal age and citizens of the United States and desirous of forming a corporation for the purposes hereinafter specified and in conformity with the laws of the State of Washington, do make, subscribe and acknowledge in triplicate the following written Articles of the Corporation:

I.

That the name of this corporation shall be EVERGREEN INVESTMENTS, INC.

II.

That the object and purpose for which this corporation is formed are and shall be to do, carry out and perform any and all things herein as set forth, to the same extent as natural persons might or could do, to-wit:

1. The principal business of this corporation shall be the acquisition, purchase, sale, development, disposition, and all things attendant upon the handling of lands, timber, logs, lumber and natural resources, and all real property and personal property inherently involved in the development of natural resources and the acquisition and disposition of real and personal property in connection therewith.

2. To buy or otherwise acquire real estate, and to sell the same, and generally to buy, sell and deal in real and personal property of every kind and description in such manner, and upon such terms as the Board of Directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned which a natural person might or could do.

3. To manufacture, buy, sell, import, export or otherwise acquire or dispose of all or any kind of merchandise in connection with said business.

4. To act as agent, factor, broker or representative of any corporation, firm or individual.

5. To loan or borrow money with or without security; to aid any other corporation or person by loan or gift; to execute bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness of all kinds; and to acquire the goodwill, business, property, both real and/or personal, or other assets, and to assume or undertake in whole or in part the liabilities of any firm, association, corporation, country or person and to pay for the same in cash, stock, bonds, debentures, or other securities of this corporation or otherwise.

6. To establish branch offices for the sale and distribution of any of the products or goods, manufactures, prepared, purchased or otherwise acquired by this corporation in this State or any of the States or territories of the United States, including any territory of the United States or in any foreign country, and to appoint and establish agencies in any such place and to do and carry on a general natural resources development in any of said places mentioned for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated.

7. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of the ordinary affairs or for the purposes of the corporation.

8. To purchase, apply for, acquire, sell, transfer, and otherwise dispose of, mortgage, and otherwise encumber franchises, easements, rights, privileges, licenses, trademarks, trade names, patents, inventions, improvements and processes.

9. To acquire, own, hold and lease real estate and personal property of all kinds and interests therein; to own, hold, improve, develop, operate and manage any such real estate or other property and to erect or cause to be erected on any lands owned, held or occupied by the corporation, improvements, buildings and other structures with their appurtenances, to rebuild, enlarge, alter or improve any improvements, buildings

or other structures now or hereafter erected on any lands owned, held or occupied; to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and any improvements, buildings or other structures at any time owned or held by the corporation; to lease, purchase and otherwise acquire equipment, materials and supplies for such improvements, buildings and other structures; to buy, erect, own, maintain, operate and sell machinery, equipment, fixtures, appliances and other personal property and choses in action necessary, desirable, convenient or proper to carry out the purpose and object of the corporation; to borrow money and pledge or mortgage the property of the corporation for its corporate purposes; to carry on any other lawful business in connection with the foregoing, calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its property; to do each and all things not repugnant to law which are or may be germane to or cognate with the aforesaid object and purpose of the corporation and to do each and all things not repugnant to law, incidental or appurtenant to, or growing out of or connected with, the aforesaid object and purpose of the corporation.

10. The foregoing clauses shall each be construed as both purposes and powers, and the matters expressed in each clause, except as otherwise expressly provided, shall be in no wise limited by references to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or general powers of the corporation, nor shall the application of one thing be deemed to exclude another, although it be of like connotation and unexpressed.

III.

That the amount of capital stock of said corporation shall be \$50,000.00, divided into 10,000 shares of the par value of \$5.00 per share. The capital stock of said corporation shall all be common stock.

IV.

The amount of paid-in capital on the date of the signing of these Articles and with which the corporation will begin business is in the sum of \$500.00.

V.

That the first directors of said corporation, together with their post office addresses and the term of office, are as follows:

<u>Name of Director</u>	<u>Address</u>	<u>Term</u>
Richard C. Nelson	3327 S. Manito Blvd., Spokane, Wash.	1 year
LeRoy M. FitzSimmons	607 S. University Rd., Spokane, Wash.	1 year
Paul R. Derr	908 N. Woodward Rd., Spokane, Wash.	1 year

VI.

That the name and post office address of each of the incorporators of said corporation, and the number of shares subscribed by each, are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Richard C. Nelson	3327 S. Manito Blvd., Spokane, Wash.	1
LeRoy M. FitzSimmons	607 S. University Rd., Spokane, Wash.	1
Paul R. Derr	908 N. Woodward Rd., Spokane, Wash.	1

VII.

That the number of directors, qualifications for the office of Director, term of office, manner of election, time and place of meeting, and the powers and duties of the directors and officers of the corporation, other than as provided in the Fifth Article of these Articles of Incorporation as to the first directors, shall be prescribed by the By-Laws hereafter to be adopted.

VIII.

That the By-Laws of the corporation shall be made and altered, or changed by the shareholders, but the same shall not be inconsistent with these Articles of Incorporation or with the Laws of the State of Washington.

IX.

That the term of the existence of this corporation shall be perpetual.

X.

That the principal place of business of said corporation will be Spokane, Washington, and its Post Office address shall be Room 602, Fidelity Building, Spokane, Washington 99201, and that address is hereby designated as the registered office of said corporation.

XI.

That the registered agent of this corporation shall be Richard C. Nelson, 3327 South Manito Boulevard, Spokane, Washington 99203.

IN WITNESS WHEREOF, we the undersigned, and each of us, have hereunto set our hands this 22nd day of February, 1973.

Richard C. Nelson
LeRoy M. Fitzsimmons
Paul R. Derr

STATE OF WASHINGTON)
) ss.
County of Spokane)

I, the undersigned, a Notary Public in and for the State of Washington, do hereby certify that on this 22nd day of February, 1973, personally appeared before me RICHARD C. NELSON, LeROY M. FITZSIMMONS and PAUL R. DERR, known to me to be the individuals described in and who executed the within instrument and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and official seal this 22nd day of February, 1973.

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