



CERTIFICATE OF INCORPORATION
OF

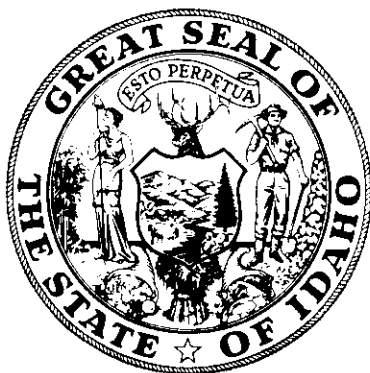
GLEN MOERING, INC.

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 GLEN MOERING, 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: **January 18, 1984**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

GLEN MOERING, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, hereby adopt the following:

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

I.

The name of the corporation is GLEN MOERING, INC.

II.

The general nature of the business proposed is: provide business and financial consulting services.

To deal in the purchase and sale of various evidences of indebtedness in connection with real and personal property; further,

To manufacture, produce or otherwise acquire, mortgage, pledge, assign, transfer, or otherwise dispose of, and to invest, trade, deal in and with, goods, wares, merchandise, real and personal, of every class and description, and to engage in any commercial, industrial, or agricultural enterprise adjudicated to be profitable to this corporation and in conformity with the laws of the State of Idaho;

To issue stock and/or bonds, to raise necessary capital to carry out the effect thereof; to own, buy, sell, lease, mortgage, pledge, and hypothecate, or in any way to encumber real and/or personal properties; to execute and

1 deliver instruments necessary therefor; to borrow money; to
2 buy, sell, trade or in any way deal with stock of this
3 corporation or of any other corporation; and

4 To engage in all and any business contemplated and
5 within the purview of Idaho Code § 30-101 and subsequent
6 sections to Title 30, Idaho Code.

7 III.

8 The duration of this corporation shall be perpetual.

9 IV.

10 The location of the registered office of this
11 corporation in the State of Idaho is at: 5850 Mullan Trail
12 Rd., Coeur d'Alene, ID 83814. The name of the registered
13 agent of the corporation at that address is GLEN MOERING, whose
14 mailing address is: 5850 Mullan Trail, Coeur d'Alene, ID
15 83814.

16 V.

17 The total number of par value shares authorized is
18 twenty-five thousand (25,000) shares of non-assessable, voting
19 common stock having a par value of One (\$1.00) Dollar per
20 share. The aggregate par value of the total authorized number
21 of par value shares is Twenty-five Thousand (\$25,000.00)
22 Dollars. The company is permitted to purchase its own stock.

23 VI.

24 The holders of the shares of any class of the
25 corporation's stock shall have the first right, during a
26 reasonable time to be fixed by the board of directors, to
27 purchase shares of the same class authorized for sale by the

1 corporation, in proportion to their respective holdings of
2 shares of such class at a price to be fixed by the board of
3 directors.

4 VII.

5 The name and post office address of each incorporator
6 is as follows:

7 <u>NAME</u>	<u>ADDRESS</u>
8 James F. Judd	P.O. Box 999, Post Falls, ID 9 83854

10 VIII.

11 The following provisions are adopted for the purpose
12 of further defining, limiting and regulating the business of
13 the corporation, its directors and stockholders:

14 (a) The Board of Directors herein named is expressly
15 authorized to adopt the initial Bylaws of this corporation.
16 Thereafter, the Board of Directors is authorized, without the
17 consent of the stockholders, to alter, amend and rescind the
18 bylaws of the corporation; provided, however, that it is not
19 empowered to alter, amend or rescind any bylaws relative to the
20 number of directors of this corporation, their qualifications,
21 the method and manner of voting for their selection, the terms
22 of their offices or their compensation, and it shall not
23 abrogate the shareholders' right to exclusive control of these
24 matters.

25 (b) Additional powers may be conferred upon the
26 board of directors of the corporation from time to time by its
27 bylaws or by vote of a majority of the stockholders at a

1 regular or special meeting called for that purpose, and any
2 powers so given may be revoked in the same manner, except
3 insofar as they may have been exercised before revocation.

4 (c) Directors and officers of the corporation need
5 not be residents of the State of Idaho nor shareholders of the
6 corporation.

7 IX.


8 The name and address of each of the initial Board of
9 Directors who shall serve as a Board of Directors until the
10 first annual meeting of the shareholders or until successors
11 are duly elected and qualified, is as follows:

12 <u>NAME</u>	<u>ADDRESS</u>
13 Glen Moering	5850 Mullan Trail Rd. Coeur d'Alene, ID 83814
14 Myrtle P. Moering	5850 Mullan Trail Rd. Coeur d'Alene, ID 83814

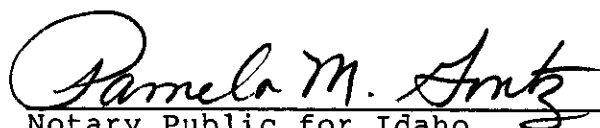
16 IN WITNESS WHEREOF, these Articles of Incorporation
17 are executed this 17th day of January, 1983.

18
19
20
21 STATE OF IDAHO

22 County of Kootenai


James F. Judd
)
) ss.
)

23 On this 17th day of January, 1984, before me, a
24 Notary Public, personally appeared JAMES F. JUDD, known or
25 identified to me to the person whose name is subscribed to the
26 foregoing instrument and acknowledged to me that he executed
27 the same.


Notary Public for Idaho
Residing at Post Falls
Commission expires: Life