

**FILED/EFFECTIVE**

2002 MAY 15 AM 9:08

SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

COPPER BAY MILLWORKS, INC.

ORIGINAL IN RED

The undersigned incorporator adopts the following Articles of Incorporation for such corporation under the Idaho Business Corporation Act.

1. **NAME.** The name of the Corporation is COPPER BAY MILLWORKS, INC.
2. **AUTHORIZED SHARES.** The aggregate number of shares the corporation is authorized to issue shall be five thousand (5,000) shares, all of which shall be common voting stock.
3. **REGISTERED OFFICE AND AGENT.** The registered office of the corporation is 836 Hagman Road, Nordman, Idaho 83848, and its registered agent at that address is DONALD G. BOEHM.
4. **INCORPORATOR.** The name of the incorporator is DONALD G. BOEHM and the incorporator's address is 836 Hagman Road, Nordman, P. O. Box 40, Nordman, Idaho 83848.
5. **CORPORATE PURPOSE.** The purpose for which this corporation is organized are the transaction of any and all lawful business for which the corporation may be incorporated under the Idaho Business Corporation Act.
6. **BOARD OF DIRECTORS.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its board of directors, subject to any limitation set forth in a shareholder

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agreement. The number of directors constituting the initial board of directors shall be two (2). The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the Bylaws.

7. **VOTING.** The corporation elects to have preemptive rights. At all meetings of shareholders of this corporation, every shareholder of record shall be entitled to one vote for every share of stock standing in his or her name on the books of this corporation and cumulative voting of shares is hereby authorized.

8. **BYLAWS.** Provisions for the regulation of the internal affairs of this corporation are as set forth in the Bylaws for this corporation.

9. **INDEMNIFICATION.** The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter by amendment, but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted by the corporation to provide prior to such amendment.

IN WITNESS WHEREOF, I have subscribed these Articles of Incorporation this 1 day of MARCH, 2002.

  
DONALD G. BOEHM, Incorporator

corp/copperbay.art

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