

State of Idaho

Department of State.

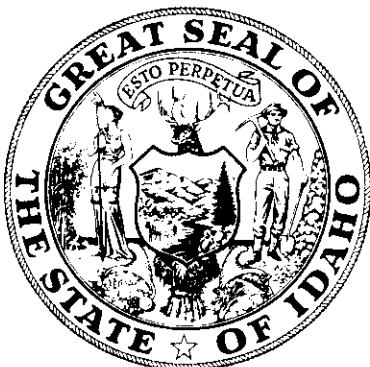
CERTIFICATE OF AUTHORITY OF

PRODUCTS MANAGEMENT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PRODUCTS MANAGEMENT CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PRODUCTS MANAGEMENT CORPORATION to transact business in this State under the name PRODUCTS MANAGEMENT CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated October 9, 19 79.



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is PRODUCTS MANAGEMENT CORPORATION
2. *The name which it shall use in Idaho is PRODUCTS MANAGEMENT CORPORATION
3. It is incorporated under the laws of the STATE OF WASHINGTON
4. The date of its incorporation is March 2, 1977 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 20905 S.E. 41 Street, Camas, Washington 98607
6. The address of its proposed registered office in Idaho is P.O. Box 430; 1621 North 3rd Coeur D' Alene, Idaho 83814, and the name of its proposed registered agent in Idaho at that address is ROBERT COVINGTON
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
1. Financial Packaging and Real Estate Financing
2. Construction Management
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Karyn E. Hardman</u>	<u>President</u>	<u>20905 S.E 41. Camas, Washington</u>
<u>Brian H. Wolfe</u>	<u>Secy/Treasurer</u>	<u>604 W. Evergreen, Vancouver, WA.</u>
<u>Thomas E. Kelley</u>	<u>Vice President</u>	<u>2605 SE 244 Ave., Camas, WA.</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>100</u>	<u>ONE CLASS</u>	<u>WITHOUT PAR VALUE</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>3</u>	<u>ONE CLASS</u>	<u>WITHOUT PAR VALUE</u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 4, 19 79.

PRODUCTS MANAGEMENT CORPORATION

By Karyn E. Hardman
Karyn E. Hardman
Its President

and Thomas E. Kelley
Its Vice President ~~Secretary~~

STATE OF WASHINGTON)
COUNTY OF CLARK) ss:

I, Douglas G. Gorman, a notary public, do hereby certify that on this 4th day of October, 19 79, personally appeared before me Thomas E. Kelley, who being by me first duly sworn, declared that he is the Vice President of Products Management Corporation.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Douglas G. Gorman
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

MEMO



STATE OF WASHINGTON
OFFICE OF SECRETARY OF STATE
BRUCE K. CHAPMAN
CORPORATIONS & TRADEMARKS DIVISION
OLYMPIA, WASHINGTON 98504

OFFICIAL CERTIFICATION OF THIS DOCUMENT,
AS TO ITS PREPARATION BY THE OFFICE OF
THE SECRETARY OF STATE, APPEARS ON THE
BACK OF THE LAST PAGE.



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

ARTICLES OF INCORPORATION

of PRODUCTS MANAGEMENT CORPORATION
a domestic corporation of Port Orchard, 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
Products Management Corporation
8852 S. E. View Park Road
Port Orchard, WA 98366

Filing and recording fee \$
License to June 30, 19 \$
Excess pages @ 25¢ \$

Microfilmed, Roll No. **1379**

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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,

March 2, 1977

BRUCE K. CHAPMAN
SECRETARY OF STATE

ARTICLES OF INCORPORATION OF
PRODUCTS MANAGEMENT CORPORATIONMAR 9 1977
SECRETARY OF STATE
STATE OF WASHINGTON

The undersigned, Rock E. Caley, a person of legal age, comes for the purpose of forming a corporation under the laws of the State of Washington, and in pursuance thereof does hereby sign and deliver in triplicate to the Secretary of State of the State of Washington the following Articles of Incorporation, and does state as follows:

ARTICLE I

The name of the corporation shall be PRODUCTS MANAGEMENT CORPORATION.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which this corporation is organized is to transact business in marketing and sales of endorsements and products and all other lawful business of every kind and character in which this corporation may be authorized to engage at any time in the State of Washington and in all other jurisdictions. The corporation shall have authority to perform all such acts as are necessary or proper to accomplish such purposes and which are not repugnant to law.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) shares. Such shares are to consist of one class only and are to be without par value. The aggregate value of all shares that are to have no par

value is to be fifty thousand dollars (\$50,000).

ARTICLE V

The corporation will not commence business until consideration of the value of at least five hundred dollars (\$500) has been received for the issuance of shares.

ARTICLE VI

The address of the initial registered office of the corporation shall be 691 Bethel Highway Port Orchard, 98366 ~~XXXXXXXXXXXX, XXXXXXXX, Washington, XXXXX~~

The name of the initial registered agent of the corporation at such address is Rock E. Caley.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is three (3). The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are as follows:

Karyn E. Hardman

P.O. Box 33462
Seattle, Wash. 98133

Rush T. Caley

8852 S.E. View Park Road
Port Orchard, Wash. 98366

Rock E. Caley

P.O. Box 15288
Seattle, Wash. 98115

ARTICLE VIII

The name and address of the incorporator is as follows:

Rock E. Caley

P.O. Box 15288
Seattle, Wash. 98115

In witness whereof, the incorporator has hereunto set his hand this 15th day of FEBRUARY, 1977.


Rock E. Caley

AFFIDAVIT OF NON-PAR COMMON CAPITAL STOCK OF
PRODUCTS MANAGEMENT CORPORATION

STATE OF WASHINGTON)
) ss.
County of King)

The undersigned, being first duly sworn, on oath,
deposes and says:

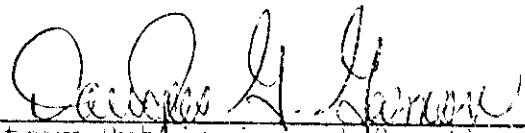
That he is the incorporator of the above named
corporation and that to the best of his knowledge and belief
the value of the assets received and to be received by the
above named corporation in return for the issuance of its non-
par common stock does not exceed fifty thousand dollars (\$50,000).



Rock E. Caley

Subscribed and sworn to before this 15th day of

FEBRUARY, 1977.



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