

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY OF

SILVER VALLEY LUMBER, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SILVER VALLEY LUMBER, INC. 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 SILVER VALLEY LUMBER, INC. to transact business in this State under the name SILVER VALLEY LUMBER, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated July 23, 1980.



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 Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Silver Valley Lumber, Inc.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Washington
4. The date of its incorporation is April 17, 1980 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 P.O. Box 33548, Seattle, WA. 98133
6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
manufacture and sale of forest products

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
James G. Prendergast	President	P. O. Box 33548 Seattle, WA 98133
John M. Rosenberry	Vice President	1412 Tacoma Spokane, WA 99202
Michael K. Carlson	Secretary/Treas.	12928 - 182nd Avenue Snohomish, WA 98290
James K. Treadwell	Asst. Secretary	1700 Hoge Bldg. Seattle, WA 98104

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
50,000	Common	\$1.00

(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
5,000	Common	\$1.00

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 July 7, 19 80.

Silver Valley Lumber, Inc.

By

James G. Prendergast

Its President

and

Michael K. Carlson

Its Secretary

STATE OF Washington)

COUNTY OF King) ss:

I, Jo Ann Newland, a notary public, do hereby certify that on this 7th day of July, 19 80, personally appeared before me James G. Prendergast, who being by me first duly sworn, declared that he is the President of Silver Valley Lumber, Inc.

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

Jo Ann Newland
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

SP-79

OFFICIAL CERTIFICATION OF THIS DOCUMENT, AS PREPARED
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 SILVER VALLEY LUMBER INC.
a domestic corporation of Seattle, 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
Lorhenson, Thatcher, McGrath,
Treadwell & Schoonmaker
Attn: Karen Bean
17th Floor, Hoge Building
Seattle, WA 98104

Filing and recording fee \$

License to June 30, 19 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1524

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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,
April 17, 1980

BRUCE K. CHAPMAN
SECRETARY OF STATE

102974 APR 16 80

FILED

APR 17 1980

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

OF

SILVER VALLEY LUMBER INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Washington Business Corporation Act, hereby certify and adopt in duplicate the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Silver Valley Lumber Inc.

ARTICLE II. EXISTENCE

The existence of the corporation shall be perpetual.

ARTICLES III. PURPOSES AND POWERS

The purposes for which this corporation is organized are:

1. The manufacture and sale of forest products.
2. To engage in any form of manufacturing, mercantile, financial, transportation, mining, real estate, recreation, construction, business, trade, or service enterprise not contrary to law; and
3. Without limiting the generality of the foregoing, or the general powers now or hereafter conferred by the laws of the State of Washington, it is expressly provided that this corporation shall also have the following powers:
 - (a) To acquire by purchase or otherwise, and to own, hold, cancel, receive, sell, pledge, transfer, or otherwise deal in bonds, debentures, notes, or other securities and obligations of this corporation, and to borrow money and to give security therefor; and
 - (b) To enter into, make, perform, endorse, guarantee, and carry out contracts of every kind in fulfillment of

its lawful purposes, with any individual, entity, firm, partnership, association, corporation, or with any government, municipal or public authority, domestic or foreign; and

(c) To do any and all things necessary, lawful, convenient or incidental to the accomplishment of the purposes and objects of this corporation to the same extent a natural person might or could do, and in any part of the world, as principals, agents, contractors, trustees, or otherwise, alone or in company with others;

All within the provisions of the Washington Business Corporations Act, or any amendment thereto or substitute therefor.

ARTICLE IV. CAPITALIZATION

The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares, with a par value of \$1.00 per share, having an aggregate par value of \$50,000, and shall be known as "Common Stock", the voting stock of the corporation. All of said shares shall possess the same rights, voting power, preferences and restrictions. These shares may be issued for such consideration expressed in dollars as may be fixed from time to time by the Board, but the consideration shall not be less than the par value per share. The consideration for the issuance of shares may be paid in whole or in part, in money, in other property, tangible or intangible, or in labor or services actually performed for the corporation. When payment of consideration for those shares which are to be issued has been received by the corporation, such shares shall be deemed fully paid and non-assessable. In the absence of

fraud in the transaction, the judgment of the Board of Directors as to the value of the consideration received for share shall be conclusive.

ARTICLE V. PAID-IN CAPITAL

The corporation will not commence business until consideration (cash or property taken at a fair valuation as determined by the Board of Directors) of at least \$500.00 has been received for the issuance of shares.

ARTICLE VI. REGISTERED OFFICE & AGENT

The address of the registered office of this corporation is 1700 Hoge Building, Second and Cherry St., Seattle, Washington and its registered agent at that address is James K. Treadwell.

ARTICLE VII. DIRECTORS

The first directors of this corporation shall be in the number noted below and that number may be increased or decreased from time to time in the manner specified in the bylaws of this corporation. Their names and addresses are:

James G. Prendergast P.O. Box 33548, Seattle, Wa. 98133
Michael K. Carlson 12928 182nd Ave. SE, Snohomish, Wa. 98290
John M. Rosenberry 1412 Tacoma, Spokane, Wa. 99202

and they shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified.

ARTICLE VIII. SPECIFIC PROVISIONS

Without limiting the generality of the previous articles, specific provisions regulating the internal affairs of the corporation and the rights of shareholders are:

1. Corporation shall have the right to purchase, redeem, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of its own shares, but purchases of its own shares shall be made only to the

extent of unreserved and unrestricted capital surplus available therefore. Shares of its own stock belonging, directly or indirectly, to the corporation shall not be voted.

2. The corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise, with its directors, officers, and stockholders and with corporations, associations, firms, and entities in which they are or may be or become interested as directors, officers, shareholders, members or otherwise, as freely as though such adverse interests did not exist, even though the vote, action or presence of such director, officer or stockholder may be necessary to obligate the corporation upon such contract or transactions; and in the absence of fraud, no such contract or transaction shall be avoided and no such director, officer, or stockholder shall be held liable to account to the corporation, by reason of such adverse interests or by reasons of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of stockholders who are not officers or directors), the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the corporation, at the meeting thereof, at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm or entity shall be sufficient

disclosure as to such director or officer with respect to all contracts and transactions with that corporation, association, firm or entity.

3. The Board of Directors shall have the power to adopt, amend or repeal the bylaws of this corporation, subject to the power of the shareholders to amend or repeal such bylaws as may be required by law.

4. 51per cent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If less than a quorum is present at a meeting, a majority of shares so represented may adjourn the meeting to such time and place as those present may determine without new notice being given. Any meeting at which directors are to be elected shall be adjourned only from day to day until elected and those who attend the second of such adjourned meetings, although less than a quorum, shall nevertheless constitute a quorum for the purpose of electing directors. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding, the withdrawal of enough shareholders to leave less than a quorum.

5. In the election of directors, the right to cumulate votes in person or by proxy, shall exist with respect to shares of stock of this corporation.

6. Preemptive rights shall not exist with respect to shares of stock, or securities convertible into shares of stock of this corporation.

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the statutes of the State of Washington. All rights and powers of the

shareholders conferred by these Articles of Incorporation are granted, subject to this reservation.

ARTICLE X.

The name and address of the incorporator is: James K. Treadwell, 1700 Hoge Building, Second Ave. and Cherry St., Seattle, Washington 98104.

IN WITNESS WHEREOF, the undersigned, being the incorporator, has executed these Articles of Incorporation in duplicate in the manner required by law, hereby declaring and certifying that the facts herein stated are truly set forth, and being duly empowered to do so, has accordingly signed these Articles of Incorporation on the 16th day of April, 1980.

James K. Treadwell

STATE OF WASHINGTON)
) ss
COUNTY OF KING)

THIS IS TO CERTIFY that on this 16th day of April, 1980, before the undersigned Notary Public in and for the State of Washington, personally appeared JAMES K. TREADWELL, To me known to be the individual described in and who executed the within instrument and acknowledged to me that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal the day and year in this certificate first above written.

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