

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

CAMLU, INCORPORATED

File number C 110822

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 the above named corporation, 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: June 1, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl Perkins*

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**ARTICLES OF INCORPORATION**

**OF**

**CAMLU, INCORPORATED**

The undersigned, acting as incorporator of a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I**

**NAME**

The name of the Corporation is Camlu, Incorporated.

**ARTICLE II**

**PURPOSE**

The purpose or purposes for which the Corporation is organized are to transact all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

**ARTICLE III**

**DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV**

**SHARES**

The total authorized stock of the Corporation is 10,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLES OF INCORPORATION - 1

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**ARTICLE V**

**NON-CUMULATIVE VOTING**

The shareholders shall not have the right of cumulative voting as provided by Idaho Code §30-1-33(d).

**ARTICLE VI**

**PREEMPTIVE RIGHTS**

The shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-26, to buy, purchase or acquire stock issued or to be issued by the Corporation.

**ARTICLE VII**

**REGISTERED OFFICE**

The address of the initial registered office is 816 Sherman Avenue, Coeur d'Alene, Idaho 83814. The initial registered agent at that address is Janet D. Robnett.

**ARTICLE VIII**

**DIRECTORS**

The initial board of directors shall consist of two directors, and the names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors can be elected and qualified are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Donald E. Morris	606 Best Avenue Coeur d'Alene, Idaho 83814
Jeanne Morris	606 Best Avenue Coeur d'Alene, Idaho 83814

## **ARTICLE IX**

### **BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

## **ARTICLE X**

### **INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS**

The corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §30-1-5.

## **ARTICLE XI**

### **INCORPORATOR**

The names and business addresses of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Donald E. Morris	606 Best Avenue Coeur d'Alene, Idaho 83814

IN WITNESS WHEREOF, the undersigned incorporator of the above-named Corporation, has hereunto signed these Articles of Incorporation on this 30 day of May, 1995.

  
Donald E. Morris

STATE OF IDAHO           )  
                                  : ss.  
County of Kootenai    )

On this 30<sup>th</sup> day of May, 1995, before me Lisa Sines,  
the undersigned Notary Public, personally appeared Donald E.  
Morris, known or identified to me to be the person whose name is  
subscribed to the within instrument, and acknowledged to me that he  
executed the same.

(SEAL)

Lisa Sines  
Notary Public for Idaho  
Residing at St. Maries  
Commission Expires: 11.16.98

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