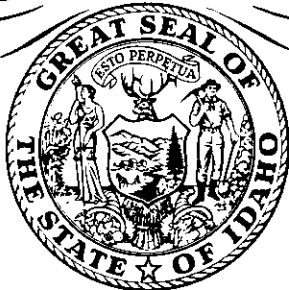


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

E. J. WILSON AND SONS, INC.

was filed in the office of the Secretary of State on the **Twenty-first** day
of **March,** A.D. One Thousand Nine Hundred **Sixty-two** and
duly recorded on Film No. **118** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Dubois in the County of **Clark**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **21st** day of **March**,
A.D., 19 **62**.

Secretary of State.

B. To BUY OR OTHERWISE ACQUIRE, MANUFACTURE, MARKET, PREPARE FOR MARKET, SELL, DEAL IN AND DEAL WITH IMPORT AND EXPORT FOOD AND FOOD PRODUCTS OF EVERY CLASS AND DESCRIPTION, FRESH, CANNED, PRESERVED OR OTHERWISE, AND TO PREPARE AND SERVE ALL FOODS, BEVERAGES, ALCOHOLIC OR NON-ALCOHOLIC, AND OTHER PREPARATIONS AND REFRESHMENTS OF ALL KINDS.

C. To CARRY ON THE BUSINESS OF FARMING, DAIRYING, TRUCK AND MARKET GARDENING, AND OF PRODUCING, MERCHANDISING, MANUFACTURING AND PRESERVING ALL KINDS OF FARM, DAIRY, FRUIT, VEGETABLE AND GARDEN PRODUCTS.

D. To ENGAGE IN AND CARRY ON A GENERAL CONTRACTING AND CONSTRUCTION BUSINESS, INCLUDING THEREIN THE DESIGNING, CONSTRUCTING, ENLARGING, REPAIRING, REMOVING, OR OTHERWISE ENGAGING IN ANY WORK UPON BUILDINGS, ROADS, HIGHWAYS, MANUFACTURING PLANTS, BRIDGES, PIERS, DOCKS, MINES, SHAFTS, WATER WORKS, RAILROADS, RAILWAY STRUCTURES, AND ALL IRON, STEEL, WOOD, MASONRY AND EARTH CONSTRUCTION, AND TO EXTEND AND RECEIVE ANY CONTRACTS OR ASSIGNMENTS OF CONTRACTS THEREFOR, OR RELATED THERETO, OR CONNECTED THEREWITH, AND TO MANUFACTURE AND FURNISH THE BUILDING MATERIALS AND SUPPLIES CONNECTED THEREWITH; AND TO MANUFACTURE, PURCHASE, OWN, HOLD, LEASE, SELL, OR OTHERWISE DISPOSE OF AND DEAL IN ALL NECESSARY MACHINERY, FIXTURES, PLANTS, SHOPS, BUILDINGS, APPARATUS, TOOLS AND EQUIPMENT NECESSARY TO CARRY ON SAID BUSINESS.

E. To CARRY ON THE BUSINESS OF A RACE TRACK AND ALL ITS BRANCHS, AND IN PARTICULAR TO LAY OUT AND PREPARE LANDS FOR THE RUNNING OF HORSE RACES OR DOG RACES, OR RACES OF ANY KIND, AND TO CONSTRUCT GRAND OR OTHER STANDS, BOOTHS, STABLING, PADDOCKS, CLUBHOUSES, REFRESHMENT ROOMS AND OTHER BUILDINGS, AND CONVENIENCES, AND TO CONDUCT, HOLD AND PROMOTE RACE MEETINGS AND ALL OTHER TYPES OF SHOWS AND EXHIBITIONS.

F. To CARRY ON A GENERAL MERCHANTILE OR MERCHANDISE BUSINESS AND TO PURCHASE, SELL AND DEAL IN GOODS, SUPPLIES AND MERCHANDISE OF ALL KINDS AND DESCRIPTION, BOTH AT WHOLESALE AND AT RETAIL

G. To CARRY ON THE BUSINESS OF MINING, MILLING, CONCENTRATING, CONVERTING, SMELTING, TREATING, PREPARING FOR MARKET, MANUFACTURING, BUYING, SELLING, EXCHANGING, AND OTHERWISE PRODUCING AND DEALING IN ALL KINDS OF ORES, METALS AND MINERALS, AND THE PRODUCTS AND BY-PRODUCTS THEREOF OF EVERY KIND AND DESCRIPTION AND BY WHATSOEVER PROCESS THE SAME CAN BE OR MAY HEREAFTER BE PRODUCED, AND GENERALLY AND WITHOUT LIMIT AS TO AMOUNT, TO BUY, SELL, EXCHANGE, LEASE, ACQUIRE AND DEAL IN LANDS, MINES AND MINERAL RIGHTS AND CLAIMS, AND TO CONDUCT ALL BUSINESS APPERTAINING THERETO; TO PURCHASE, LEASE, OR OTHERWISE ACQUIRE MINING RIGHTS, TIMBER RIGHTS, OIL AND GAS RIGHTS, MINES, BUILDINGS, DWELLINGS, PLANTS, MACHINERY, TOOLS AND OTHER PROPERTIES WHICH THIS CORPORATION MAY FROM TIME TO TIME DEEM TO BE FOR ITS ADVANTAGE AND PURPOSES; TO MINE AND MARKET ANY MINERALS OR OTHER PRODUCT THAT MAY BE FOUND IN OR ON SUCH LANDS, AND TO EXPLORE, WORK, EXERCISE, DEVELOP OR TURN TO ACCOUNT THE SAME; TO CONSTRUCT AND OPERATE RAILWAYS AND TRAMWAYS FOR MINING AND MILLING; TO BUILD AND LEASE HOUSES FOR THE USE OF MINERS AND OTHERS, INCLUDING THE PURCHASE AND SALE OF THE SAME.

H. To DO A TIMBERLAND AND GENERAL LUMBER BUSINESS IN ALL OF THE BRANCHES THEREOF; TO PURCHASE, LEASE, OPTION, LOCATE OR OTHERWISE ACQUIRE, OWN, EXCHANGE, SELL OR OTHERWISE DISPOSE OF, PLEDGE, MORTGAGE, HYPOTHECATE AND DEAL IN LANDS, TIMBERLANDS, REAL ESTATE, WATER AND WATER RIGHTS, AND TO WORK, EXPLORE, OPERATE AND DEVELOP THE SAME; TO ERECT, BUILD, REPAIR, MAINTAIN, PURCHASE OR OTHERWISE ACQUIRE, OWN, OPERATE, EXCHANGE, SELL OR OTHERWISE DISPOSE OF, SAWMILLS, SAWMILL SITES, TO CONTROL, MAINTAIN AND DISPOSE OF THE SAME OR ANY RIGHTS THEREIN OR THEREUNDER, AND TO MANUFACTURE, OWN, SELL AND OTHERWISE DISPOSE OF ALL LUMBER, LUMBER PRODUCTS, LOGS AND TIMBER OF ALL AND EVERY DESCRIPTION.

I. To CONDUCT THE BUSINESS OF A FILLING AND SERVICE STATION, WHICH BUSINESS SHALL INCLUDE THE DEALING IN GASOLINE AND ALL OTHER PETROLEUM PRODUCTS; ALL KINDS OF OILS AND PRODUCTS USED FOR MOTOR FUEL OR LUBRICATION; ALL MANNER OF ACCESSORIES AND APPLIANCES

TO BE USED ON MOTOR VEHICLES OF EVERY DESCRIPTION, AND TO DO ANY AND ALL LAWFUL THINGS IN AND ABOUT THE CONDUCT OF SUCH BUSINESS AS ARE USUAL AND NECESSARY IN SUCH ENTERPRISE.

J. TO APPOINT SUBAGENTS AND SALESMEN, AND ENTER INTO ALL NECESSARY CONTRACTS OF SUBAGENTS, SALESMEN AND DEALERS.

K. TO RECEIVE, ACQUIRE, HOLD, PURCHASE, DISPOSE OF, CONVEY, MORTGAGE AND/OR LEASE REAL AND PERSONAL PROPERTY; DISPOSE OF, SELL, LEASE, ASSIGN, TRANSFER, MORTGAGE AND/OR CONVEY ANY RIGHTS, PRIVILEGES, FRANCHISES, REAL OR PERSONAL PROPERTY OF THE CORPORATION OTHER THAN ITS FRANCHISE OF BEING A CORPORATION, AND TO ACQUIRE, PURCHASE, GUARANTEE, HOLD, MORTGAGE, OWN, VOTE, SELL, PLEDGE AND/OR OTHERWISE DISPOSE OF AND DEAL IN SHARES, BONDS, SECURITIES, AND DEBENTURES, AND OTHER EVIDENCES OF INDEBTEDNESS OF OTHER CORPORATIONS, DOMESTIC OR FOREIGN.

L. TO ENTER INTO CONTRACTS OR OBLIGATIONS OF ANY TYPE OR KIND ESSENTIAL, NECESSARY OR PROPER TO THE TRANSACTION OF ITS ORDINARY AFFAIRS, OR FOR THE PURPOSES OF THE CORPORATION.

M. TO ACQUIRE BY PURCHASE OR OTHERWISE, AND HOLD, SELL, CONVEY, ENCUMBER OR TRANSFER ALL KINDS OF REAL AND PERSONAL PROPERTY OF EVERY KIND AND DESCRIPTION REQUIRED IN CONNECTION WITH THE CONDUCT OF THE BUSINESS OF THE COMPANY.

N. TO BORROW MONEY AND OTHERWISE INCUR INDEBTEDNESS WITHOUT LIMIT AS TO AMOUNT AND TO DRAW, MAKE, ACCEPT, ENDORSE, TRANSFER, ASSIGN, GUARANTEE, EXECUTE AND ISSUE BONDS, DEBENTURES, NOTES, CHECKS, DRAFTS, BILLS OF EXCHANGE, NEGOTIABLE INSTRUMENTS AND ALL OTHER INSTRUMENTS FOR THE PAYMENT OF MONEY, NEGOTIABLE OR NON-NEGOTIABLE, AND WHETHER SECURED OR UNSECURED.

O. TO CONDUCT BUSINESS IN THIS STATE, OTHER STATES, DISTRICT OF COLUMBIA, TERRITORIES AND COLONIES OF THE UNITED STATES, AND IN FOREIGN COUNTRIES AND TO HAVE ONE OR MORE OFFICES AND PLACES OF BUSINESS OUT OF THIS STATE, AND TO ACQUIRE, RECEIVE, HOLD, PURCHASE, LEASE, MORTGAGE, DISPOSE OF AND/OR CONVEY REAL OR PERSONAL PROPERTY SITUATE OUT OF THIS STATE.

P. TO ACQUIRE THE GOOD WILL, RIGHTS AND PROPERTY AND

THE WHOLE OR ANY PART OF THE ASSETS, TANGIBLE OR INTANGIBLE, AND TO UNDERTAKE OR ANYWAY ASSUME THE LIABILITIES OF ANY PERSON, FIRM OR ASSOCIATION OR ORGANIZATION; TO PAY FOR THE SAID GOOD WILL, RIGHTS, PROPERTY AND ASSETS IN CASH, THE STOCK OF THIS COMPANY, BONDS OR OTHERWISE, OR BY THE UNDERTAKING OF WHOLE OR ANY PART OF THE LIABILITIES OF THE TRANSFEROR; TO HOLD OR IN ANY MANNER TO DISPOSE OF THE WHOLE OR ANY PART OF THE PROPERTY SO PURCHASED; TO CONDUCT IN ANY LAWFUL MANNER THE WHOLE OR ANY PART OF ANY BUSINESS SO ACQUIRED, AND TO EXERCISE ALL THE POWERS NECESSARY AND EXPEDIENT IN AND ABOUT THE CONDUCT AND MANAGEMENT OF SUCH BUSINESS.

Q. TO APPLY FOR, PURCHASE, REGISTER OR IN ANY MANNER TO ACQUIRE AND TO HOLD, OWN, USE, OPERATE AND INTRODUCE, AND TO SELL, LEASE, ASSIGN, PLEDGE OR IN ANY MANNER DISPOSE OF, AND IN ANY MANNER DEAL WITH PATENTS, PATENT RIGHTS, LICENSES, COPYRIGHTS, TRADEMARKS, TRADE NAMES AND TO ACQUIRE, OWN, USE OR IN ANY MANNER DISPOSE OF ANY AND ALL INVENTIONS, IMPROVEMENTS AND PROCESSES, LABELS, DESIGNS, BRANDS OR OTHER RIGHTS, AND TO WORK, OPERATE OR DEVELOP THE SAME, AND TO CARRY ON ANY BUSINESS, MANUFACTURE OR OTHERWISE WHICH MAY DIRECTLY OR INDIRECTLY EFFECTUATE THESE OBJECTS, OR ANY OF THEM.

R. TO PURCHASE, INsofar AS THE SAME MAY BE DONE WITHOUT IMPAIRING THE CAPITAL OF THE CORPORATION, EXCEPT AS OTHERWISE PERMITTED BY LAW, AND TO HOLD, PLEDGE AND REISSUE SHARES OF ITS OWN CAPITAL STOCK; BUT SUCH STOCK, SO ACQUIRED AND HELD, SHALL NOT BE ENTITLED TO VOTE NOR TO RECEIVE DIVIDENDS.

S. TO HAVE, EXERCISE AND ENJOY ALL OF THE POWERS NOW OR HEREAFTER GRANTED TO CORPORATIONS ORGANIZED UNDER THE LAWS OF THE STATE OF IDAHO, AND PARTICULARLY ALL OF THE POWERS AND PRIVILEGES GRANTED TO CORPORATIONS BY CHAPTER 1 OF TITLE 30 OF THE IDAHO CODE, AND ANY PRESENT AND/OR FUTURE AMENDMENTS THERETO, AND TO DO ANY ACT OR THING NECESSARY OR CONVENIENT FOR THE TRANSACTION OF THE AFORESAID BUSINESS AND/OR CARRYING INTO EFFECT ANY AND ALL OF THE AFORESAID OBJECTS AND PURPOSES.

T. ALL THE FOREGOING PROVISIONS OF THIS PARAGRAPH SECOND ARE TO BE CONSTRUED BOTH AS OBJECTS AND POWERS, AND IT IS HEREBY

EXPRESSLY PROVIDED THAT THE ENUMERATION HEREIN OF SPECIFIC OBJECTS AND POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE GENERAL POWERS AND POWERS OF THE CORPORATION; PROVIDED, HOWEVER, THAT NOTHING HEREIN CONTAINED SHALL BE DEEMED TO AUTHORIZE OR PERMIT THE CORPORATION TO CARRY ON ANY BUSINESS OR TO EXERCISE ANY POWER OR DO ANY ACT WHICH CORPORATIONS FORMED UNDER THE LAWS OF IDAHO NOW OR HEREFTER EXISTING MAY NOT, AT THE TIME, LAWFULLY CARRY ON OR DO. IT IS THE INTENTION THAT THE PURPOSES, OBJECTS, AND POWERS SPECIFIED IN EACH OF THE PARAGRAPHS OF THIS PARAGRAPH SECOND OF THESE ARTICLES OF INCORPORATION SHALL, EXCEPT AS OTHERWISE PROVIDED, IN NO WISE BE LIMITED OR RESTRICTED BY REFERENCE TO OR INFERENCE FROM THE TERMS OF ANY OTHER CLAUSE OR PARAGRAPH IN THIS PARAGRAPH CONTAINED, OR OF ANY OTHER PROVISIONS OF THESE ARTICLES OF INCORPORATION.

IN GENERAL, TO DO ALL ACTS PERMITTED BY THE BUSINESS CORPORATION ACT OF IDAHO, AND ALL SUCH OTHER ACTS AS ARE NECESSARY AND EXPEDIENT TO ACCOMPLISH THE STATED PURPOSES OF THE CORPORATION.

ARTICLE III

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE IV

THE PLACE WHERE THE PRINCIPAL BUSINESS OF THIS CORPORATION SHALL BE TRANSACTED, AND THE POST OFFICE ADDRESS OF ITS REGISTERED OFFICE, SHALL BE THE VILLAGE OF DUBOIS, COUNTY OF CLARK, STATE OF IDAHO.

ARTICLE V

THE AMOUNT OF THE CAPITAL STOCK OF THIS CORPORATION SHALL BE \$250,000.00, DIVIDED INTO 2,500 SHARES OF COMMON STOCK OF THE PAR VALUE OF \$100.00 EACH.

ARTICLE VI

THE NAMES AND POST OFFICE ADDRESSES OF THE INCORPORATORS, AND THE NUMBER OF SHARES SUBSCRIBED BY EACH, ARE AS FOLLOWS:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES</u>	<u>CLASS OF STOCK</u>	<u>AMOUNT</u>
E. J. WILSON	DUBOIS, IDAHO	1	COMMON	\$100.00
CHARLES E. WILSON	DUBOIS, IDAHO	1	COMMON	\$100.00
JOHN R. WILSON	DUBOIS, IDAHO	1	COMMON	\$100.00

ARTICLE VII

THE BOARD OF DIRECTORS SHALL CONSIST OF FIVE (5) DIRECTORS, BUT DURING THEIR TERM OF OFFICE, OR THEREAFTER, THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME, AS MAY BE PROVIDED BY THE BY-LAWS.

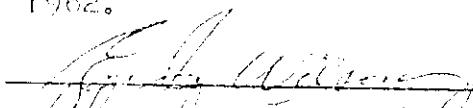
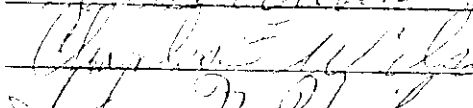
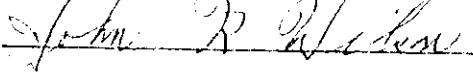
ARTICLE VIII

THE BOARD OF DIRECTORS BY A MAJORITY VOTE SHALL HAVE THE POWER TO REPEAL AND AMEND THE CODE OF BY-LAWS AND TO ADOPT A NEW CODE OF BY-LAWS.

ARTICLE IX

NO CONTRACT OR OTHER TRANSACTION BETWEEN THE CORPORATION AND ANY OTHER CORPORATION, WHETHER OR NOT A MAJORITY OF THE SHARES OF THE CAPITAL STOCK OF SUCH OTHER CORPORATION IS OWNED BY THE CORPORATION AND NO ACT OF THE CORPORATION SHALL IN ANY WAY BE EFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THE CORPORATION ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORATION; ANY DIRECTOR INDIVIDUALLY, OR ANY FIRM OF WHICH SUCH DIRECTOR MAY BE A MEMBER, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT OR TRANSACTION OF THE CORPORATION, PROVIDED THAT THE FACT THAT HE OR SUCH FIRM IS SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS, OR A MAJORITY THEREOF; AND ANY DIRECTOR OF THE CORPORATION WHO IS ALSO A DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION, OR WHO IS SO INTERESTED, MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION WHICH SHALL AUTHORIZE SUCH CONTRACT OR TRANSACTION, AND MAY VOTE THEREAT TO AUTHORIZE SUCH CONTRACT OR TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION, OR NOT SO INTERESTED.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS 20TH DAY OF MARCH, 1962.

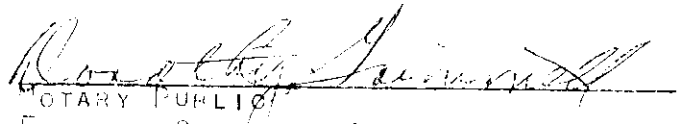
 (SEAL)
 (SEAL)
 (SEAL)

STATE OF IDAHO)
) ss.
COUNTY OF BONNEVILLE)

ON THIS 20TH DAY OF MARCH, 1962, BEFORE ME, THE UNDER-SIGNED, A NOTARY PUBLIC, IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED E. J. WILSON, CHARLES E. WILSON AND JOHN R. WILSON, KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE WITHIN ARTICLES OF INCORPORATION, AND ACKNOWLEDGED TO ME THAT THEY EXECUTED THE SAME.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL, THE DAY AND YEAR IN THIS CERTIFICATE FIRST ABOVE WRITTEN.

(SEAL)


NOTARY PUBLIC
FOR THE STATE OF IDAHO
RESIDING AT IDAHO FALLS, IDAHO

MY COMMISSION EXPIRES: March 20, 1965