

State of Idaho

Department of State

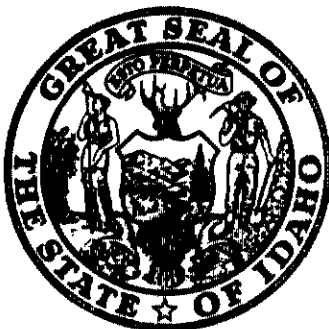
CERTIFICATE OF INCORPORATION OF

ST. JOE RIVER FOREST PRODUCTS, INC.
File number C 106856

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: July 5, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

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ARTICLES OF INCORPORATION

OF

ST. JOE RIVER FOREST PRODUCTS, INC.

IDaho SECRETARY OF STATE
1994/05 0900 11003 2
EX #: 6368 DUST# 2286
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The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is St. Joe River Forest Products, Inc.

ARTICLE TWO

Purposes. The purposes of the corporation are to maintain and operate a sawmill business and to manufacture wood and wood-related products for sale. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is Main Street and Burlington Right of Way, Calder,

County of Shoshone, State of Idaho. The name of the corporation's initial registered agent at such address is Jim Fosdick.

ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is One Hundred Thousand (100,000). The stock shall not have par value.

ARTICLE SIX

Transfer of Stock. In case a stockholder desires to sell his or her shares of stock, the stockholder must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his or her stock shall file notice in writing of the stockholder's intention with the secretary of the corporation, stating the terms of sale, and unless the stockholder's terms are accepted by any or all other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and the stockholder will be at liberty to sell to anyone else.

ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors until

the first annual meeting of the shareholders or until their successors are elected and qualify are:

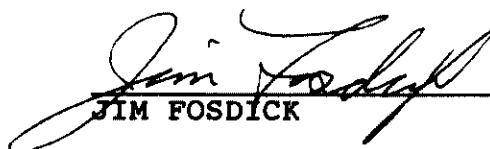
NAME	ADDRESS
1. Jim Fosdick	P.O. Box 446 Calder, ID 83808
2. Dan R. Marshall	26065 Forest Drive Escondido, CA 92026
3. Tim B. Fosdick	794 E. Creekwood Lane Murray, UT 84107

ARTICLE EIGHT

Incorporators. The name and address of the incorporator for this corporation is:

NAME	ADDRESS
1. Jim Fosdick	P.O. Box 446 Calder, ID 83808

EXECUTED in duplicate this 30th day of June, 1994.


JIM FOSDICK