

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

WESTERN LAND MANAGEMENT, INC.

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 \_\_\_\_\_

WESTERN LAND MANAGEMENT, INC.

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: **Apr 11 25, 1984**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by *[Signature]*

ARTICLES OF INCORPORATION  
OF  
WESTERN LAND MANAGEMENT, INC.

The undersigned acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is Western Land Management, Inc..

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV.

The powers of the corporation shall include the following but not to be limited thereto:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain and defend in the corporate name;
- (c) To have a corporate seal which may be altered at pleasure;
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property, or any interest therein, wherever situated;
- (e) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes and bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;
- (g) To have and to exercise any and all powers necessary or convenient to effect its purposes.

ARTICLE V.

The aggregate number of shares which the corporation shall have authority to issue is 10,000, each with a par of \$1.00. There shall be issued only one class of shares which shall be known as the common stock of the corporation.

ARTICLE VI.

The preemptive rights of all shareholders shall not be denied or otherwise modified.

ARTICLE VII.

The address of the initial office of the corporation is: Western Land Management, Inc. Route 2, Box 13, Lenore, Idaho, and the name of its initial registered agent at such address is James H. Pea.

ARTICLE VIII.

The number of directors constituting the initial board of directors of the corporation is seven (7), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(Addresses attached)

Vane Nichols	Peck, Idaho 83545
Elizabeth G. Pea	Lenore, Idaho 83541
Gerald W. Nichols	Potlatch, Idaho 83855
James H. Pea	Lenore, Idaho 83541
Norman D. Fitzsimmons	Orofino, Idaho 83544
Dale E. Nichols	Peck, Idaho 83545
Casey H. Pea	Lenore, Idaho 83541

ARTICLE IX.

The name and address of each incorporator is:

Vane Nichols	Peck, Idaho 83545
Elizabeth G. Pea	Lenore, Idaho 83541
Gerald W. Nichols	Potlatch, Idaho 83855
James H. Pea	Lenore, Idaho 83541
Norman D. Fitzsimmons	Orofino, Idaho 83544
Dale E. Nichols	Peck, Idaho 83545
Casey H. Pea	Lenore, Idaho 83541

Dated this 5th day of April, 1984.

Gerald Nichols

James H. Pea Dale Nichols

Elizabeth G. Pea Cary H. Pea

Norma D. Fitzsimmons

STATE OF IDAHO )  
                          : ss.  
County of Clearwater

On this 5<sup>th</sup> day of April, 1984, before me, the undersigned, a Notary Public, in and for said State, personally appeared, GERALD W. NICHOLS, 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.


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

Norma D. Fitzsimmons  
Gerald Nichols  
Notary Public for State of Idaho  
Residing at Provo, therein.

STATE OF IDAHO )  
 : ss.  
County of Lewis)

On this 5<sup>th</sup> day of April, 1984, before me, the undersigned, a Notary Public, in and for said State, personally appeared, VANE NICHOLS, JAMES H. PEA, and ELIZABETH G. PEA, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

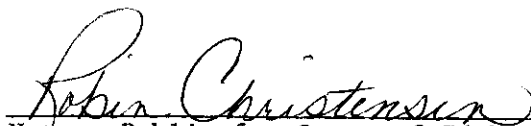
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

  
Notary Public for State of Idaho  
Residing at Craigmont, therein.

STATE OF IDAHO )  
 : ss.  
County of Clearwater)

On this 6<sup>th</sup> day of April, 1984, before me, the undersigned, a Notary Public, in and for said State, personally appeared, NORMAN D. FITZSIMMONS, 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.

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

  
Notary Public for State of Idaho  
Residing at Orfino, therein.

STATE OF IDAHO )  
 : ss.  
County of Chapman)

On this 5<sup>th</sup> day of April, 1984, before me the undersigned, a Notary Public, in and for said State, personally appeared, DALE E. NICHOLS, 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.

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

Allen D. Skinn  
Notary Public for State of Idaho  
Residing at Bozeman, therein.

STATE OF IDAHO            )  
                                  : ss.  
County of Clearwater

On this 6th day of April, 1984, before me, the undersigned, a Notary Public, in and for said State, personally appeared CASEY H. PEA, known or identified to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Robin Christensen  
Notary Public for State of Idaho  
Residing at Bozeman, therein.

Vane Nichols

Elizabeth G. Pea

Gerald W. Nichols

James H. Pea

Norman D. Fitzsimmons

Dale E. Nichols

Casey H. Pea

APR 25 5 00 PM '94  
Route 1 Box 68

Route 2 Box 13

Box 395

Route 2 Box 13

1395 Wells Bench Road

Route 1 Box 64

Route 2 Box 13