



**CERTIFICATE OF INCORPORATION
OF**

H & D 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 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 26, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. Hawkey*

Office of Secretary of State
State of Idaho

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

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The undersigned, for the purpose of forming a corporation under section 30 of the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: H & D INC.

ARTICLE II

The term of existence shall be perpetual

ARTICLE III

The purposes, for which the corporation is organized, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Laws of the State of Idaho.

ARTICLE IV

The name of the Registered Agent of the corporation is :

HERBERT G. ANDERSON

The street address of the Registered Office, which is also the address of the Registered Agent, is as follows:

3024 Meadowlark Dr.
Lewiston, ID 83501

The post office box number which may be used in conjunction with the Registered Agent address, located in the same city, is:

N/A

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue:

3,000 shares of no-par value stock

ARTICLE VI:

All shares of stock are to be issued as one class of stock

ARTICLE VII

All of the corporations issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.

ARTICLE VIII

All of the issued stock shall be subject to the following restrictions on transfer as permitted by the General Corporation Law of Idaho.

Each stockholder shall offer to the Corporation or to other stockholders of the corporation a thirty (30) day "first refusal" option to purchase his stock should he elect to sell his stock.

ARTICLE IX

The number of directors constituting the initial board of directors of the corporation is 2. 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 shall qualify are:

<u>NAME</u>	<u>ADDRESS</u> (street, city, state and zip code)
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DIRECTOR	<u>Herbert G. Anderson - 3024 Meadowlark Dr. - Lewiston, ID 83501</u>
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DIRECTOR	<u>Diane E. Anderson - 3024 Meadowlark Dr. - Lewiston, ID 83501</u>
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DIRECTOR	<u></u>
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ARTICLE X

The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u> (street, city, state and zipcode)
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<u>Herbert G. Anderson</u>	<u>3024 Meadowlark Dr. - Lewiston, ID 83501</u>
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<u>Diane E. Anderson</u>	<u>3024 Meadowlark Dr. - Lewiston, ID 83501</u>
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IN WITNESS WHEREOF each incorporator has affixed his/her signature below on this 18 day of June, 1982.

Herbert G. Anderson

Heather E. Anderson

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Herbert G. Anderson, hereby consent to serve as Registered Agent, in the State of Idaho, for the corporation herein named. I understand that as agent for the corporation, it will be my responsibility to accept Service of Process in the name of the corporation; to forward corporate license renewal mailings to the corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation or of any change in the Registered Office address of the corporation for which I am agent.

6/18/87
(date)

Herbert G. Anderson

*(Signature of agent designated in Article IV)