

ARTICLES OF INCORPORATION
of the
BOISE PAYETTE LUMBER COMPANY
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KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, one of whom is a bona fide resident of the state of Idaho, have this day voluntarily associated ourselves, and do hereby and by these Articles of Incorporation, unite and associate ourselves for the purpose of forming a corporation under the laws of the state of Idaho; and we certify:

First. That the name of said corporation is **BOISE PAYETTE LUMBER COMPANY**.

Second. That the period of the existence of this corporation shall be Fifty (50) years.

Third: That the place where its principal business is to be transacted is Boise City, Ada County, Idaho.

Fourth. That the number of its directors shall be Nine (9).

Fifth. That the purposes for which it is formed are as follows:

To carry on business as lumber and timber merchants, saw mill operators and timber growers, and to buy, sell, grow, prepare for market, manipulate, import, export and deal in lumber, timber and wood of all kinds, and to manufacture and deal in articles of all kinds. To buy, clear, plant and work timber estates and carry on any other business which may seem to the Company capable of being conveniently carried on in connection with

any of the above, or calculated directly or indirectly to render profitable or enhance the value of the company's property or rights for the time being. To carry on and conduct a general logging, lumbering and manufacturing business. To erect, buy and sell saw mills, shingle mills, planing mills, and all other mills and factories; to establish, operate, buy and sell lumber yards; to clean out and improve rivers and streams; to drive, catch, boom, raft, brail, tow, hold and deliver logs, lumber and other timber products; to build, operate, buy and sell ships, barges, steamboats and other water craft; to build, equip and manage water flumes for the transportation of wood, lumber, timber and timber products; to construct canals and irrigation canals; to build, maintain and operate such roads and ways, including private logging railroads, but not including railroads to carry passengers and freight for the general public for hire, as may be convenient in order to transact any of the business of this corporation.

To obtain possession of lands by lease or by any other lawful method, and to contract with the owner, or owners, thereof in such leases or other stipulations for the right and license to cut from said lands and carry therefrom and own and sell wood and timber of every kind and description.

To manufacture, purchase or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise, and real and personal property of every class and description; and in particular, lands, buildings, business concerns and undertakings, mortgages, shares, stocks, debentures, securities, concessions, produce, policies, book debts and claims, and any interest in real or personal property and any claims against such property or against any person or company, and to carry on

any business, concern or undertaking as required. While the owners of any shares of capital stock of any other corporation, to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon with power to designate some person for that purpose from time to time to the same extent as natural persons might, or could, do. To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness and shares of the capital stock of other corporations.

To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, and to pay for the same in cash, stock or bonds of this corporation, or otherwise.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, trademarks and trade names relating to or useful in connection with any business of this corporation. To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association or corporation.

To issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

To purchase, hold and release the shares of its capital stock.

To have one or more offices and carry on all or any of its operations and business without restriction or limit as to amount,

to purchase or otherwise acquire and hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description, all in any of the states, districts, territories or colonies of the United States, and in any one or all foreign countries subject to the laws of such state, district, territory, colony or country.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of the specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general to carry on any other lawful business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of the state of Idaho upon corporations formed under the laws of said state.

Sixth. That the meetings of the Board of Directors or of the executive committee of this corporation, may be held for the transaction of any business of the corporation, either at the principal office of the corporation in this state, or at the office of the company, Room 1014 Germania Life Building, St. Paul, Minnesota, or at such other place in the state of Minnesota or elsewhere as may be provided for by the bylaws or by resolution of the board of directors.

Seventh. That the amount of its capital stock is Seven Million Dollars (\$7,000,000.00) and that the number of shares into which it is divided is Seventy Thousand (70,000).

Eighth. That the amount of capital stock actually subscribed for and by whom, is as follows:

Names of Subscribers	Number of Shares	Amount
William Carson	One	\$100.00
William Musser	One	100.00
C. A. Barton	One	100.00
F. E. Weyerhaeuser	One	100.00

Names of Subscribers	Number of Shares	Amount
F. H. Thatcher	One	\$100.00
Henry Turrish	One	100.00
S. G. Moon	One	100.00
E. M. Hoover	One	100.00
Lyon Cobb	One	100.00
Alfred A. Frazer	One	100. ⁰⁰

IN WITNESS whereof we have hereunto set our hands this 24th
day of December 1913.

Signed and executed
in the presence of:

D. T. Miller

E. M. Hoover

Lyon Cobb

Alfred A. Frazer

State of Idaho }
County of Ada } ss

On this 24th day of December 1913, before
me, D. T. Miller

a Notary Public in and for said county, personally appeared

E. M. Hoover Lyon Cobb and
Alfred A. Frazer

known 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.

D. T. Miller

Notary Public