

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

SILVER MAPLE DEVELOPMENT CO., 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: March 3, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By \_\_\_\_\_

*P. Richards*

1 **ROBERT L. ALDRIDGE, CHARTERED**  
2 Attorney at Law  
3 1209 North Eighth Street  
4 Boise, Idaho 83702-4297  
5 Phone: (208) 336-9880  
6 Attorney for Corporation

MAR 3 10 28 AM '92  
SECRETARY OF STATE

7 **Articles of Incorporation**

8 **Of**

9 **Silver Maple Development Co., Inc.**

10 **KNOW ALL MEN BY THESE PRESENTS**, that I, David A. Hunemiller, being of legal age and a  
11 citizen of the United States, for the purpose of forming a body corporate in accordance with the  
12 provisions of the Idaho Business Corporation Act, §§30-1-1, et seq., of the Revised Statutes of the State  
13 of Idaho, as amended, do hereby make, execute, and acknowledge these Articles of Incorporation, in  
14 writing as follows:

15 **ARTICLE I**  
16 **NAME**

17 The corporate name of this association shall be Silver Maple Development Co., Inc., and the initial  
18 business location of the corporation shall be Ada County, Idaho.

19 **ARTICLE II**  
20 **PURPOSES**

21 The purposes of this Corporation are:

22 (1) The Corporation may perform any acts and provide any services for any lawful purpose, including  
23 all purposes described in Idaho Code, §§30-1-1 et seq., and especially in §30-1-4, and any amendments  
24 or additions thereto, but not limited thereto. The corporation's primary purpose shall be the provision  
25 of products and/or services related to technical and other design, technical and other illustration, and  
26 similar or related products and/or services, for the general public and for construction related industries.

27 (2) The Corporation may buy, lease, or otherwise acquire, rights and interests of every character and  
28 description, in or to or relating to any mineral or volatile substances, and lands containing or believed  
29 to contain any such substances, and any leases, grants, and contracts relating thereto.

30 (3) The Corporation may purchase or otherwise acquire, in any status, real property, within or without  
31 the State of Idaho.

1 (4) The Corporation may manufacture, purchase, receive, or otherwise acquire, in any status, and may  
2 invest, deal and trade in and with, goods, wares, merchandise and personal property of any and every  
3 class and description, within or without the State of Idaho.

4 (5) The Corporation may purchase otherwise acquire, in any status, shares of capital stock or other  
5 similar items and as owner thereof may possess and exercise all the rights, powers, and privileges of  
6 ownership, including the right to execute consents and vote thereon, and may do any and all acts and  
7 things necessary or advisable for the preservation, protection, improvement and enhancement in value  
8 thereof.

9 (6) The Corporation may acquire the assets, good will, rights, property, and debts and liabilities of any  
10 person or entity; the Corporation may pay for the same in cash, the stock of the Corporation, bonds, or  
11 otherwise. The Corporation may conduct in any lawful manner the whole or any part of any business  
12 so acquired and may exercise all the powers necessary or convenient in and about the conduct and  
13 management of such business.

14 (7) The Corporation may enter into contracts of every kind for any lawful purpose, with any person or  
15 entity, including the government of the United States of America, or with any foreign government, or  
16 with state, territory, province, municipality, or other political subdivision, or with any governmental  
17 agency.

18 (8) The Corporation may borrow money in any manner and in any form, and make agreements  
19 evidencing such debt, including documents for security, and including security in the stock of the  
20 Corporation.

21 (9) The Corporation may purchase and transfer its own stock, subject to the conditions imposed by law.

22 (10) The Corporation may acquire in any manner and in any status patents, trade-marks, copyrights,  
23 inventions and any similar items.

24 (11) The Corporation may, subject to the applicable laws in effect, loan funds, with or without security.

25 (12) The Corporation may more than one office and may operate outside or inside the State of Idaho,  
26 without restriction, subject to qualification requirements in other jurisdictions.  
27 This association shall be a for-profit corporation. This organization is not organized for profit, and no  
28 part of the net earnings shall inure to the benefit of any private shareholder.

29 (13) The Corporation may carry on any business whatsoever in connection with the objects and purposes  
30 set forth in these Amendments and/or allowable by law.

31 (14) The Corporation may perform as principal, agent, contractor, trustee, or in any other lawful status,  
32 alone or with others.

33 The foregoing objects and purposes are each independent, unless otherwise expressly limited, and each  
34 purpose shall not be limited or restricted by reference to, or inference from, the terms of any other clause  
35 or paragraph of these Articles. The foregoing shall be construed as both objects and powers; the  
36 enumeration of the foregoing shall not be deemed to limit or restrict in any manner the general powers

1 conferred on this Corporation by the laws of the State of Idaho, and the Corporation shall expressly hold  
2 all such general powers.

3 **ARTICLE III**  
4 **DURATION**

5 The period of duration of this Corporation shall be perpetual.

6 **ARTICLE IV**  
7 **ASSESSMENTS**

8 The shares of stock of the Corporation, if and to the extent fully paid, shall not be subject to assessment  
9 for any purpose.

10 **ARTICLE V**  
11 **POWERS OF BOARD OF DIRECTORS**

12 In furtherance, and not in limitation, of the powers conferred by statute on such Board, the Board of  
13 Directors is expressly authorized:

14 (1) To repeal and amend the By-laws of the Corporation and to adopt new By-laws, subject to the right  
15 of the shareholders to alter or repeal such By-laws.

16 (2) To designate, by a resolution passed by the majority of the whole Board, two or more of the  
17 Directors to constitute an executive committee, which, to the extent provided in such resolution, shall  
18 have and exercise the authority of the Board of Directors in the management of the business of the  
19 Corporation.

20 (3) When, and as, authorized by the affirmative vote of the holders of a majority of the stock issued and  
21 outstanding which has voting power, given at a stockholder's meeting duly called for that purpose, the  
22 Board of Directors shall have the power and authority to sell, lease, or exchange all the assets of the  
23 Corporation, other than its franchise of being a Corporation, upon such terms and conditions and for such  
24 consideration (which may be, in whole or in part, shares of stock in other corporations) as the Board of  
25 Directors shall deem expedient and for the best interest of the Corporation.

26 **ARTICLE VI**  
27 **REGISTERED AGENT**

28 The registered agent, and the address thereof, are as follows: David A. Hunemiller, 1190 West Newport,  
29 Meridian, Idaho 83642.

30 **ARTICLE VII**  
31 **AUTHORIZED SHARES - COMMON STOCK**

32 The total number of shares of common stock which the Corporation shall have authority to issue shall  
33 be 5,000 shares of the par value of One Dollar and No Cents (\$1.00) each, amounting in the aggregate  
34 to \$5,000.00. No shareholder shall be entitled as a matter of right to subscribe for or receive additional  
35 shares of any class of stock of the Corporation, whether now or hereafter authorized, or of any bonds,  
36 debentures or other securities convertible into stock, but such additional shares of stock or other securities

1 convertible into stock may be issued or disposed of by the Board of Directors to such persons and on  
2 such terms as in its discretion it shall deem advisable.,

3 ARTICLE VIII  
4 INCORPORATORS

5 The name and address of the incorporator and the number of shares and class of stock subscribed for by  
6 him are as follows:

7 David A. Hunemiller, <sup>1190</sup>140 West Newport, Meridian, Idaho 83642, 1,000 shares of common stock.

8 ARTICLE IX  
9 AMENDMENT OF ARTICLES

10 The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these  
11 Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred  
12 upon shareholders herein are granted subject to this reservation.

13 ARTICLE X  
14 PURCHASE OF SHARES BY CORPORATION

15 Purchase by the Corporation of its own shares of stock shall be made, whether directly or indirectly, only  
16 to the extent of the then existing unreserved and unrestricted earned surplus available therefore, or the  
17 unreserved and unrestricted capital surplus available therefor, whichever shall be greater, and shall in any  
18 event be in compliance with Idaho Code, §30-1-6, as the same may be amended.

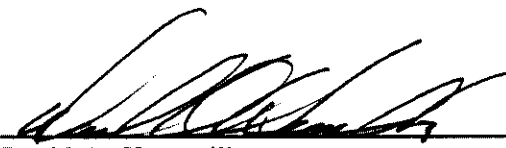
19 ARTICLE XI  
20 BOARD OF DIRECTORS

21 The Board of Directors shall consist of the number of directors set forth in the By-laws of the  
22 Corporation, as the same may be amended from time to time. The initial Board shall be composed of  
23 David A. Hunemiller.


24 ARTICLE XII  
25 CUMULATIVE VOTING

26 Cumulative voting shall be, pursuant to law, allowed.

27 IN WITNESS WHEREOF, these Articles of Incorporation are made, signed, acknowledged, and executed  
28 this February 20, 1992.

29   
30 \_\_\_\_\_  
David A. Hunemiller

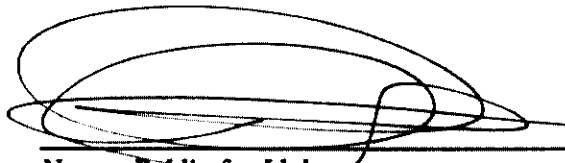
1 THE UNDERSIGNED hereby certifies that he is an officer and director of Silver Maple Development  
2 Co., Inc., and that the above Articles of Incorporation were duly adopted by the Corporation and the  
3 Board of Directors at a meeting thereof, by unanimous consent, on February 20, 1992, at Boise, Idaho.

  
\_\_\_\_\_  
David A. Hunemiller

STATE OF IDAHO     )  
                                  ) ss.  
COUNTY OF ADA    )

*On this 20th day of February, 1992, before me, a Notary Public in and for said State, personally appeared David A. Hunemiller, known or identified to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.*

*IN WITNESS WHEREOF, I have hereunto placed my official hand and seal the day and year in this Certificate first above written.*

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Meridian  
Commission expires July 1, 1994