

State of Idaho

Department of State

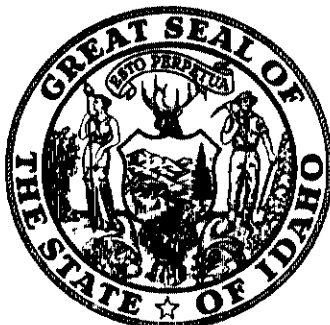
CERTIFICATE OF INCORPORATION OF

QUAKING ASPENS RATITE RANCH, 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: August 4, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

93 AUG 4 AM 9 02

Name of Corporation: Quaking Aspens Ratite Ranch, Inc.

Period of Duration: Perpetual

Purpose for which this corporation is organized: The transaction of any or all lawful business for which corporations may incorporate under the Idaho Business Corporation Act.

Aggregate Number of Shares: 10,000 shares consisting of one class with no par value.

Preemptive Rights Denied to Shareholders: None.

Initial Registered Agent and Address:

Jeffrey T. Schelling
4372 Spades Road
Sagle, Idaho 83860

The initial board of directors will consist of three (3) members.

Names and Addresses of Initial Board Members:

Jeffrey T. Schelling
4372 Spades Road
Sagle, ID 83860

Jerry L. Schelling
W. 1313 Jamieson Rd.
Spokane, WA 99204

Paula M. Dyck
1409 Gary
Cheney, WA 99004

Name and Address of Incorporator:

Jeffrey T. Schelling
4372 Spades Road
Sagle, Idaho 83860

The directors will be eliminated from personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except under the following circumstances:

- a) For any breach of the director's duty of loyalty to the corporation or its stockholders.
- b) For acts of omission not in good faith or which involve intentional misconduct or a knowing violation of the law.
- c) Provided for under section 30-1-48 of the Idaho Code.
- d) For any transaction from which the director derived an improper personal benefit.


Jeffrey T. Schelling, Incorporator

7-30-93
Date

STATE OF IDAHO)

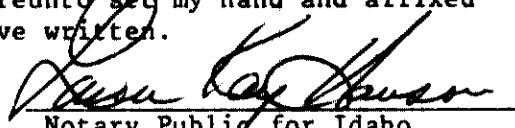
COUNTY OF BONNER)

On this 31 day of July, 19 93, before me, the undersigned Notary Public, personally appeared _____

JEFFREY T. SCHELLING,

known to me to be the persons whose name is/are 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 seal the day and year first above written.



Notary Public for Idaho

Residing at Sandpoint

My Bond Expires: 10-24-98