

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

HARBOR MARINA, 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: October 14, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature] *[Signature]*

ARTICLES OF INCORPORATION

OF

OCT 14 12 27 PM '92
SECRETARY OF STATE

Harbor Marina, Inc.

THE UNDERSIGNED person of lawful age and a citizen of the United States, for the purposes of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

I.

The name of the corporation shall be Harbor Marina, Inc.

II.

The corporation shall exist in perpetuity.

III.

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

IV.

The corporation shall be authorized to issue ten thousand (10,000) shares of stock with a par value of \$1. Such shares are to consist of one class only.

V.

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

VI.

The shareholders shall have all such preemptive rights as permitted under the Idaho Business Corporation Act.

VII.

The Board of Directors shall establish such By-Laws as it deems necessary for the conduct of the corporation's business.

VIII.

The address of the initial registered office of the corporation is 6710 Garfield Bay Road, Sagle, Idaho 83860-9648

The initial registered agent of the corporation at such address is Jack Baldwin

IX.

The Board of Directors shall be comprised of not less than one nor more than five individuals. The names and addresses of the initial Board of Directors who shall serve until such time as their successors be duly elected and qualified are:

Jack Baldwin
N. 504 Progress Road
Veradale, WA 99037

Monte R. Koch
420 Indiana Avenue
Coeur d'Alene, Idaho 83814

X.

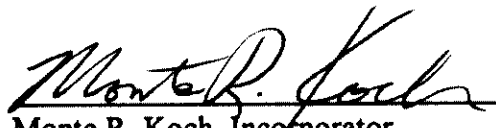
The name and address of the incorporator is:

Monte R. Koch
420 Indiana Avenue
Coeur d'Alene, Idaho 83814

XI.

The personal liability of the directors shall be limited to the maximum extent permitted pursuant to the Idaho Business Corporations Act.

IN WITNESS WHEREOF, I have hereto set our hands this 13th day of October, 1992.


Monte R. Koch, Incorporator