

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

BILBEC INC.  
File number C 108021

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 17, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

STATE

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ARTICLES OF INCORPORATION

OF

BILBEC INC.

ORIGINAL  
IDAHO SECRETARY OF STATE  
9941017 0900 35497 2  
BOOK #: 15734 DIST# 3863  
CORP 100.00= 100.00

#: C

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation as follows:

ARTICLE I.

NAME

The name of the corporation is BILBEC INC.

ARTICLE II.

OBJECTS, PURPOSES AND POWERS

That the nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, in any part of the world, to wit:

(a) To buy, sell, lease, manage, rent, mortgage, pledge, transfer, improve, or in any manner dispose of, real property of any and all descriptions.

(b) to construct, plan, develop, improve, and provide all types of services for individuals, corporations, partnerships, or entities of every type and description as to real property.

(c) To purchase, sell, trade, transfer, barter, lease, rent, dispose of, and deal in goods, wares, merchandise, services and personal property of any of every class and description.

(d) To enter into, make, and perform contracts, licenses and franchises of every kind with any persons, firm, association, or corporation, municipality, body politic, county, nation or territory, state, government, or colony or dependency thereof, and without limit as to amount, to draw, make, accept, indorse, discount, execute and issue promissory note, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho.

(e) To do any or all of the things herein set forth to the same extent as natural persons might or could do in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others.

(f) To do and have any and all general powers as described and set forth in the General Business Corporations Act, Title 30, Chapter 1, Idaho Code.

### ARTICLE III

#### DURATION

The duration of this corporation shall be perpetual.

### ARTICLE IV.

#### CAPITAL STOCK

The amount of the total authorized number of capital stock is one million shares of one class only, having no par value, with the Board of Directors to determine the consideration in

dollar amounts prior to the issuance of such shares. Said stock shares shall be non-assessable.

ARTICLE V.

REGISTERED OFFICE

The registered office and principal place of business of said corporation is 314 North Third Street, Coeur d'Alene, Idaho 83814. The name of the registered agent at such address is William Maurice Elleflood.

ARTICLE VI.

BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) directors whose names and addresses are as follows:

William Maurice Elleflood  
314 North Third St.  
Coeur d'Alene, Id 83814

Rebecca Sue Elleflood  
314 North Third St.  
Coeur d'Alene, Id 83814

Directors shall serve as directors until the first annual meeting of shareholders or until their successors be elected and qualified.

ARTICLE VII.

INCORPORATORS

The incorporators of this corporation are:

William Maurice Elleflood  
314 North Third St.  
Coeur d'Alene, Id 83814

Rebecca Sue Elleflood  
314 North Third St.  
Coeur d'Alene, Id 83814

ARTICLE VIII.

DEBTS

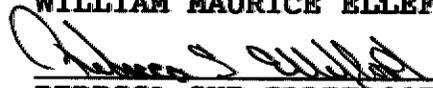
The private property of the stockholders may not be subject to the payment of corporate debts to any extent whatsoever.

The undersigned, for purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate and do hereby certify that the facts herein stated are true; and they have accordingly hereunto set their respective hands and seals.

DATED this 14 day of October, 1994.

  
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WILLIAM MAURICE ELLEFLOOD

  
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REBECCA SUE ELLEFLOOD