

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ZUNDEL LOG HOMES, INC.

File number C 114137

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 14, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

Anna Sipe

ARTICLES OF INCORPORATION

OF

ZUNDEL LOG HOMES, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE. Name. The name of the corporation is Zundel Log Homes, Inc.

ARTICLE TWO. Duration. The period of duration of the corporation is perpetual.

ARTICLE THREE. Purpose. The purpose of the corporation is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE FOUR. Stock. The total number of shares of stock the corporation shall have authority to issue is one hundred thousand (100,000) shares of common stock all of one class, without par value.

ARTICLE FIVE. Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 313 East 1st North, St. Anthony, Idaho 83445. The name of the corporation's initial registered agent at such address is Neil Zundel.

ARTICLE SIX. Directors. The Board of Directors shall consist of one or more directors as determined and elected by the shareholders of the corporation. The number of directors constituting the initial board of directors is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Neil Zundel	313 East 1st North St. Anthony, Idaho 83445
Bonnie Zundel	313 East 1st North St. Anthony, Idaho 83445

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ARTICLE SEVEN. No Cumulative Voting. No shareholder shall have the right to cumulate votes, in whole or in part, for the election of directors of the corporation.

ARTICLE EIGHT. Incorporator. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Neil Zundel	313 East 1st North St. Anthony, Idaho 83445

ARTICLE NINE. Two-Thirds Shareholder Vote Required. At least two-thirds (2/3) of the shares entitled to vote, represented in person or by proxy, shall be required to approve or authorize any of the following:

(1) A merger of the corporation with or into any other corporation.

(2) The sale of all or substantially all of the assets of the corporation.

(3) The issuance of stock by the corporation.

(4) The amendment of the Articles of Incorporation or Bylaws of the corporation.

ARTICLE TEN. Restriction on Transfer of Stock. The transfer of shares of stock of the corporation shall be restricted as set forth in the Bylaws of the corporation.

ARTICLE ELEVEN. Limitation on Liability of Directors. The directors of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing shall not eliminate or limit the liability of a director:

(1) For any breach of the director's duty of loyalty to the corporation or its shareholders;

(2) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;

(3) Provided for under Section 30-1-48, Idaho Code; or

(4) For any transaction from which the director derived an improper personal benefit.

EXECUTED in duplicate on February 28, 1996.

INCORPORATOR

Neil Zundel
Neil Zundel

STATE OF IDAHO)
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County of Madison)

On this 28th day of February, in the year 1996, before me Billy G. DuPree, Jr., a Notary Public in and for said State, personally appeared Neil Zundel, known or identified to me (or proved to me on the oath of _____), to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

Billy G. DuPree, Jr.
Notary Public for Idaho
Residing at: Rexburg, Idaho
My Commission Expires: 12/3/98

