

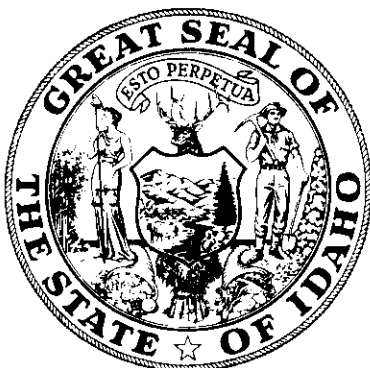
CERTIFICATE OF AUTHORITY  
OF

NORAM PROPERTIES CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NORAM PROPERTIES CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to NORAM PROPERTIES CORPORATION to transact business in this State under the name NORAM PROPERTIES CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated November 25, 19 81.



SECRETARY OF STATE

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose, makes the following statement:

1. The name of the corporation is NORAM PROPERTIES CORPORATION
2. \*The name which it shall use in Idaho is Noram Properties Corporation
3. It is incorporated under the laws of Washington
4. The date of its incorporation is 12/24/80 and the period of its duration is \_\_\_\_\_
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1111 Third Avenue, Suite 3170, Seattle, Washington 98101
6. The street address of its proposed registered office in Idaho is 523 12th. Avenue South, Nampa, Idaho 83651, and the name of its proposed registered agent in Idaho at that address is Nampa Land Title Co. Inc.
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: real estate investment
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Kelvin B. Landstrom</u>	<u>President</u>	<u>Seattle, WA 1111 3rd Ave, Ste 3170</u>
<u>William A. Critchley</u>	<u>Vice President</u>	<u>Seattle, WA 1111 3rd Ave, Ste 3170</u>
<u>Constance M. Coleman</u>	<u>Secretary</u>	<u>Seattle, WA 19042 ForestPkDrNE, 98155</u>
<u>Edward F. Garth</u>	<u>Treasurer</u>	<u>Woodinville, WA 19413 NE 188th St</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, 98072 and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>A</u>	<u>\$ 1.00</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
84	A	\$ 1.00

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 7, 19 81.

Noram Properties Corporation

By

Kelvin B. Landstrom

Its President

and

Constance M. Coleman

Its Secretary

STATE OF Washington )

)ss:

COUNTY OF King )

I, Marlene Walker, a notary public, do hereby certify that on this 7th day of October, 19 81, personally appeared before me Kelvin B. Landstrom, who being by me first duly sworn, declared that he/she is the President and Secretary of Noram Properties Corporation.

that he <sup>& she</sup> signed the foregoing document as President & Secretary of the corporation and that the statements therein contained are true.

Marlene Walker

Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

# MEMO



STATE OF WASHINGTON  
OFFICE OF SECRETARY OF STATE  
**RALPH MUNRO,**  
CORPORATIONS & TRADEMARKS DIVISION  
OLYMPIA WASHINGTON 98504

SF-79

OFFICIAL CERTIFICATION OF THIS DOCUMENT, AS PREPARED  
BY THE OFFICE OF THE SECRETARY OF STATE, APPEARS ON  
THE BACK OF THE LAST PAGE.

D305732

FILE NUMBER



DOMESTIC

# STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

## ARTICLES OF INCORPORATION

of NORAM PROPERTIES CORPORATION  
a domestic corporation of Seattle, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of Trethewey, Brink, et al  
Attn: Mark A. Rossi  
1500 Park Place  
Sixth & University  
Seattle, WA 98101

Filing and recording fee \$

License to June 30, 19 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No. **1556**

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In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

**December 24, 1980**

*Bruce K. Chapman*

**BRUCE K. CHAPMAN**  
SECRETARY OF STATE

FILED

DEC 24 1980

SECRETARY OF STATE  
STATE OF WASHINGTON

ARTICLES OF INCORPORATION  
OF  
NORAM PROPERTIES CORPORATION

The undersigned, KEL LANDSTROM, over the age of 18 years, comes for the purpose of forming a corporation under the Laws of the State of Washington, and in pursuance thereof does hereby sign and deliver, in triplicate, to the Secretary of State of the State of Washington, the following Articles of Incorporation, and does state as follows:

Article I

The name of the corporation shall be: NORAM PROPERTIES CORPORATION.

Article II

The period of duration of the corporation shall be perpetual.

Article III

The purposes for which the corporation is organized are as follows:

- (a) To buy, sell, develop and manage real estate.
- (b) Generally to engage in, and carry on, any lawful business, trade or activity for which a corporation

may be organized under the laws of the State of Washington, and which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to the corporation.

(c) To become a partner (either general or limited or both) and to enter into agreements of partnership with one or more other persons or corporations, for the purpose of carrying on any business whatsoever which this corporation may deem proper or convenient in connection with any of the purposes herein set forth or otherwise, or which may be calculated, directly or indirectly, to promote the interests of this corporation or to enhance the value of its property or business.

(d) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation with any person, firm, corporation, private, public or municipal, body politic, any state, territory or municipality of the United States or any foreign government, colony or body politic.

(e) To acquire, by purchase or otherwise, the goodwill, business, property rights, franchises and assets of every kind, with or without undertaking either wholly

or in part the liabilities of any person, firm, association or corporation; and to acquire any business as a going concern or otherwise (1) by purchase of the assets thereof wholly or in part; (2) by acquisition of the shares or any part thereof; or (3) in any other manner, and to pay for the same in cash or in the shares or bonds or other evidences of indebtedness of this corporation or otherwise; to hold, maintain and operate, or in any manner dispose of, the whole or any part of the goodwill, business, rights and property so acquired, and to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the management of such business.

(f) From time to time to apply for, purchase, acquire by assignment, transfer or otherwise, exercise, carry out and enjoy any benefit, right, privilege, prerogative or power conferred by, acquired under or granted by any statute, ordinance, order, license, power, authority, franchise, commission, right or privilege which any government or authority or governmental agency or corporation or other public body may be empowered to enact, make or grant; to pay for, aid in, and contribute toward carrying the same into effect and to appropriate any of this cor-

poration's shares, bonds and/or assets to defray the costs, charges and expenses thereof.

(g) To promote or to aid in any manner, financially or otherwise, any persons, corporation or association of which any shares, bonds, notes, debentures or other securities or evidences of indebtedness are held directly or indirectly by this corporation; and for this purpose to guarantee the contracts, dividends, shares, bonds, debentures, notes and other obligations of such other persons, corporations or associations; and to do any other acts or things designed to protect, preserve, improve or enhance the value of such shares, bonds, notes, debentures, or other securities or evidence of indebtedness.

(h) To borrow money; to issue bonds, notes, debentures, or other obligations of this corporation from time to time for any of the objects or purposes of this corporation and to secure the same by mortgage, pledge, deed of trust or otherwise, or to issue the same unsecured.

(i) To lend money; to purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge or otherwise dispose of and deal in, shares, bonds, notes, debentures, or other securities or evidences of indebted-

ness of any other persons, corporation or association, whether domestic or foreign, and whether now or hereafter organized or existing; and while the holder thereof to exercise all the rights, powers and privileges of ownership including the right to vote thereon, to the same extent as a natural person might or could do.

(j) To carry on any business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation or to enhance the value of its property or business; to conduct its business in this state, in other states, in the District of Columbia, in territories and colonies of the United States, and in foreign countries; and to hold, purchase, mortgage and convey real and personal property, either in or out of the State of Washington, and to have and to exercise all the powers conferred by the laws of Washington upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended.

(k) To do all other such acts and things, and to have all such powers as are permitted to corporations gen-

erally by the laws of the State of Washington.

(1) To do and act in any manner in which a natural person may lawfully act.

#### Article IV

A. The aggregate number of shares which the corporation shall have authority to issue is five thousand (5,000) shares.

B. Such shares shall consist of one class only and are to have a par value each of \$10.00 per share.

C. The aggregate value of all shares is to be \$50,000.00.

#### Article V

Bylaws may be amended and repealed and new and additional bylaws may be made from time to time and at any time by stockholders entitled to exercise a majority of the voting power of the corporation, or by the written assent of such stockholders. Subject to the right of the stockholders to amend the same, these bylaws, other than a bylaw or amendment thereof changing the authorized number, qualification, classification, term of office or compensation of directors, may be amended or repealed by the Board of Directors.

## Article VI

The address of the initial registered office of the corporation shall be:

421-13751 32nd Avenue N.E.  
Seattle, WA

The name of the initial registered agent of the corporation at such address is: KEL LANDSTROM.

## Article VII

A. The number of directors constituting the initial Board of Directors of the corporation is one (1).

B. The names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders and until their successors have been elected and qualified are as follows:

Kel Landstrom  
421-13751 32nd Avenue N.E.  
Seattle, WA

C. The directors need not be residents of the State of Washington, or of the United States.

## Article VIII

The name and address of the incorporator is:

Kel Landstrom  
421-13751 32nd Avenue N.E.  
Seattle, WA

IN WITNESS WHEREOF, the incorporator has hereunto  
set his hand this 23<sup>rd</sup> day of DECEMBER, 1980.

A handwritten signature, possibly "J. Chamber", written in dark ink. The signature is somewhat stylized and appears to be written over a horizontal line.