State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

OSPREY MANAGEMENT CORP.

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: April 15, 1994



Vite T Cenarrusa

SECRETARY OF STATE

RECEIVED SEC. OF STATE

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ARTICLES OF INCORPORATION

OF

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OSPREY MANAGEMENT CORP.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is

OSPREY MANAGEMENT CORP.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: <u>One Thousand</u> Such shares are to consist of one class only. The par value of each of such shares shall be <u>One Dollar</u>, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

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<u>FIFTH</u>

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.

<u>SIXTH</u>

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

Post Falls, Idaho 83854

The name of the corporation's initial registered agent at such address is: <u>Cleo Harris</u>

EIGHTH

The number of directors constituting the initial Board of Directors is: _____One

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and gualify are:

	<u>Cleo Harris</u>
ADDRESS	305 Osprey Court
	Post Falls, Idaho 83854
ADDRESS	

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NAME		 	
ADDRESS			
ADDRESS	·····		
ADDRESS			n

NINTH

The names and addresses of all incorporators are: NAME <u>Cleo D. Harris</u> ADDRESS 308 Osprey Court, Post Falls, Idaho 83854 NAME ADDRESS NAME _____ ADDRESS

NAME ADDRESS

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)

and seal(s) this _ / JT day of Class Incorporator

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Incorporator

Incorporator

Incorporator

Sp.

STATE	OF	IDAHO)	
County	of	Kootenai)	55.

On this <u>11</u>th day of <u>April</u>, 19<u>94</u>, before me, the undersigned, a Notary Public in and for said state, personally appeared

Cleo D. Harris

known to me to be the person(χ) whose name(χ) (s) are subscribed to the within and foregoing instrument, and acknowledged to me that ($\frac{5}{3}$)he(χ) executed the same, and that ($\frac{5}{3}$)he(χ) (was) were (a) person(χ) of lawful age and citizen(χ) of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

tary Public for the State of Idaho M. Residing at: Part My commission expires: 7-15-99

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