

105984

# State of Idaho

## Department of State

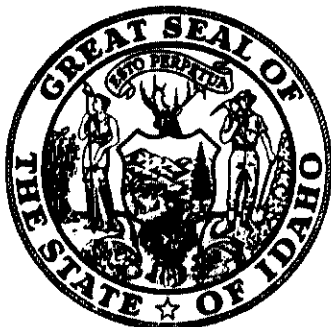
### CERTIFICATE OF INCORPORATION OF

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



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Sibel*



FIFTH

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.

SIXTH

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

The address of the initial registered office of the corporation is:

305 Osprey Court

Post Falls, Idaho 83854

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

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 qualify are:

NAME Cleo Harris

ADDRESS 305 Osprey Court  
Post Falls, Idaho 83854

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NINTH

The names and addresses of all incorporators are:

NAME Cleo D. Harris

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 1<sup>st</sup> day of April, 1994.

Cleo D. Harris  
Cleo D. Harris  
Incorporator

\_\_\_\_\_  
Incorporator

\_\_\_\_\_  
Incorporator

\_\_\_\_\_  
Incorporator

STATE OF IDAHO

County of Kootenai

)  
) ss.  
)

On this 11<sup>th</sup> day of April, 1994.

before me, the undersigned, a Notary Public in and for said state,  
personally appeared

Cles D. Harris  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

known to me to be the person(~~x~~) whose name(~~s~~) (s)are subscribed  
to the within and foregoing instrument, and acknowledged to me  
that (~~s~~)he(~~x~~) executed the same, and that (~~s~~)he(~~x~~) was were (a)  
person(~~x~~) of lawful age and citizen(~~x~~) 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.

Rosanne Miller  
Notary Public for the State of Idaho

Residing at: Post Falls, Id.

My commission expires: 7-15-99