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Department of State.

**CERTIFICATE OF INCORPORATION
OF**

~~J. HOWARD BRADBURY LOGGING MEMORIAL MUSEUM, INC.~~

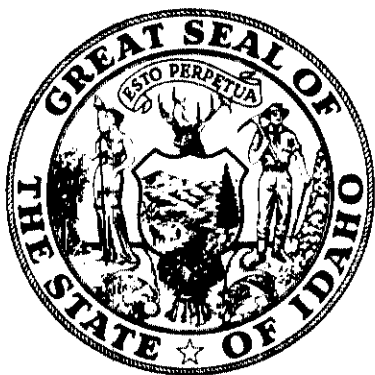
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

~~J. HOWARD BRADBURY LOGGING MEMORIAL MUSEUM, INC.~~

duly signed pursuant to the provisions of the Idaho Nonprofit 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 February 23, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION
OF

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J. HOWARD BRADBURY LOGGING MEMORIAL MUSEUM, INC.

WE, the undersigned, for the purpose of forming a nonprofit corporation under and pursuant to the provisions and the laws of the State of Idaho and of the United States, for the purposes expressed in Article II. hereof, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be the J. HOWARD BRADBURY LOGGING MEMORIAL MUSEUM, INC.

ARTICLE II

The objectives of this corporation are to provide educational, cultural and historical services to the community of Pierce, Idaho, and to Clearwater County. The corporation is intended to instruct individuals and the public on subjects useful to individuals and beneficial to the community, primarily concerning the history and culture of logging, mining, and trapping activities in the Pierce, Idaho and Clearwater County areas. This corporation intends to apply for recognition as an educational organization under Section 501(c) 3 of the Internal Revenue Code, or such comparable succeeding section of the Internal Revenue Code, whereunder it should be entitled to receive donations, to solicit and accept and to receive cash, property or credit or other things of value to use these things for projects and activities which further the purposes of this corporation.

ARTICLE III

DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV

The principal office of this corporation shall be located at 509 Pierce Street, Pierce, Clearwater County, Idaho, 83546. The registered agent of said corporation shall be Harry Stenzel, 509 Pierce Street, Pierce, Clearwater County, Idaho, 83546.

ARTICLE V

The names and addresses of the persons who are the incorporators and initial directors of the corporation are as follows:

Robert Allen, P.O. Box 86, Pierce, ID. 83546
Harry L. Stenzel, 509 Pierce St., Pierce, ID. 83546
Nina M. Ogden, 109 Cemetary Rd., Pierce, ID. 83546

ARTICLE VI

MEMBERS

This corporation shall have members who are inducted in accordance with the By-Laws. All members shall be of one class, known as General Members, and each member shall have one vote at an annual meeting to be held for the purpose of electing the Board of Directors, in accordance with the By-Laws.

ARTICLE VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors, consisting of not less than three (3) and not more than nine (9) directors who shall at all times be General Members of the Corporation. The names and addresses of the directors who shall manage the business of the corporation until the first annual meeting are:

Robert Allen, P.O. Box 86, Pierce, ID. 83546
Harry L. Stenzel, 509 Pierce St., Pierce, ID. 83546
Nina M. Ogden, 109 Cemetary Rd., Pierce, ID. 83546

The authority of the Board of Directors may be limited pursuant to the By-laws of the corporation. The directors shall be divided into three classes, the first class which will consist of one (1), two (2), or three (3) members, who shall be elected for a one (1) year period. The second class of directors shall consist of one (1), two (2), or three (3) members and shall be elected for a two (2) year period. The third class of directors shall consist of one (1), two (2), or three directors and who shall be elected for a three (3) year period. At each annual meeting of the corporation after the adoption of these Articles of Incorporation, the number of directors equal the number of the class whose term expires at the time of such meeting shall be elected to hold office until the third succeeding annual meeting. No classification of directors shall be effective prior to the first annual meeting of directors.

ARTICLE VIII

ANNUAL MEETING

An annual meeting of the Directors shall be held at such times as may be provided in the By-laws, however the By-laws may provide that there shall be more than one regular meeting of members each year, and the directors may be elected at such meetings as the By-laws may provide.

ARTICLE IX

VOTING OF DIRECTORS

The Directors, regardless of which class, shall have one vote, and one vote only, whether voting in an election or on questions or resolutions brought before the Board of Directors.

ARTICLE X

ASSESSMENTS

No assessments are authorized against any of the Members or Directors of the Corporation.

ARTICLE XI

OFFICERS

Officers of this corporation shall consist of a President, Vice-President, Secretary and a Treasurer. The By-laws shall provide for the method of election of the officers, and the election shall be held at such time and in such manner as may be described by the By-laws. Additionally, the By-laws may provide for the election or appointment by the Board of Directors of such other officers and assistant officers and agents as may be deemed necessary. Any two or more offices may be held by the same person, except the office of President and Secretary. The By-Laws shall describe the duties and responsibilities of the officers.

ARTICLE XII

GOVERNING LAW

This Corporation shall be governed by the provisions of the Idaho Business Corporation Act, and the Idaho Non-profit Corporation Act in all respects as though said Acts were included in these Articles.

ARTICLE XIII

BY-LAWS

The initial By-laws of the Corporation shall be adopted by a majority vote of the Board of Directors. Power to alter, amend, or repeal the By-laws or to adopt new By-laws shall be vested in the Board of Directors, as specified in the By-laws.

ARTICLE XIV

No part of the net earnings of the Corporation shall inure

to the benefit of, or be distributable to its officers, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a.) by a corporation exempt from Federal income tax under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future Federal tax code, or (b.) by a Corporation, contributions to which are deductible under section 170(c)2 of the Internal Revenue Code, or corresponding section of any future Federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

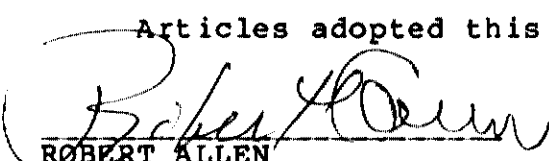
ARTICLE XV

DISSOLUTION

Upon the dissolution of the corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of said Section 501(c)3 of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a State or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of Clearwater County, Idaho, as being the county in which the

principal office of the Corporation is located, exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such public purposes.

Articles adopted this 16 day of February, 1990.


ROBERT ALLEN


HARRY L. STENZEL


NINA M. OGDEN

STATE OF IDAHO)
) ss.
County of Clearwater)

I, Marjorie Gates, a Notary Public, do hereby certify that on this 16th day of February, 1990, personally appeared before me Robert Allen, who, being by me first duly sworn, declared that he is an initial Director of the J. Howard Bradbury Logging Memorial Museum, Inc., that he signed the foregoing document as a director of the corporation, and that the statements therein contained are true.

Marjorie Gates
Notary Public for Idaho.
My commission expires 11/12/92.

STATE OF IDAHO)
) ss.
County of Clearwater)

I, Marjorie Gates, a Notary Public, do hereby certify that on this 16th day of February, 1990, personally appeared before me Harry L. Stenzel, who, being by me first duly sworn, declared that he is an initial Director of J. Howard Bradbury Logging Memorial Museum, Inc., that he signed the foregoing document as a director of the corporation, and that the statements therein contained are true.

Marjorie Gates
Notary Public for Idaho.
My commission expires 11/12/92.

STATE OF IDAHO)
) ss.
County of Clearwater)

I, Marjorie Gates, a Notary Public, do hereby certify that on this 16th day of February, 1990, personally appeared before me Nina M. Ogden, who, being by me first duly sworn, declared that she is an initial Director of J. Howard Bradbury Logging Memorial Museum, Inc., that she signed the foregoing document as a director of the corporation, and that the statements therein contained are true.

Marjorie Gates
Notary Public for Idaho.
My commission expires 11/12/92.