



Department of State.

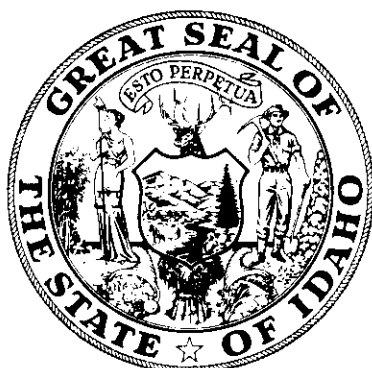
**CERTIFICATE OF AUTHORITY
OF**

CLAUDE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **CLAUDE, INC.** 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 **CLAUDE, INC.** to transact business in this State under the name **CLAUDE, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **June 1**, 19 **82**



Pete T. Cenarrusa
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 submits the following statement:

1. The name of the corporation is Claude, Inc.
2. *The name which it shall use in Idaho is Claude, Inc.
3. It is incorporated under the laws of Minnesota
4. The date of its incorporation is October 10, 1973 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 4537 Xerxes Avenue South, Minneapolis, Minnesota 55410
6. The address of its proposed registered office in Idaho is Sun Valley Road, Ketchum, ID
Post Office Box 2366, Sun Valley, ID 83353, and the name of its proposed registered agent in Idaho at that address is David H. Nixon
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Any lawful purpose
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>David H. Nixon</u>	<u>President</u>	<u>P.O.Box 2366, Sun Valley, ID</u>
<u>Wesley K. Nash</u>	<u>Secretary</u>	<u>P.O.Box 2366, Sun Valley, ID</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

9. The aggregate number of shares which it has authority to issue, 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
<u>2,500</u>	<u>common</u>	<u>without par value</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </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
<u>12</u>	<u>common</u>	<u>without par value</u>
_____	_____	_____
_____	_____	_____

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 May 27, 19 82.

By David H. Nixon

Its _____ President

and X WEDLEY K. HASH

Its _____ Secretary

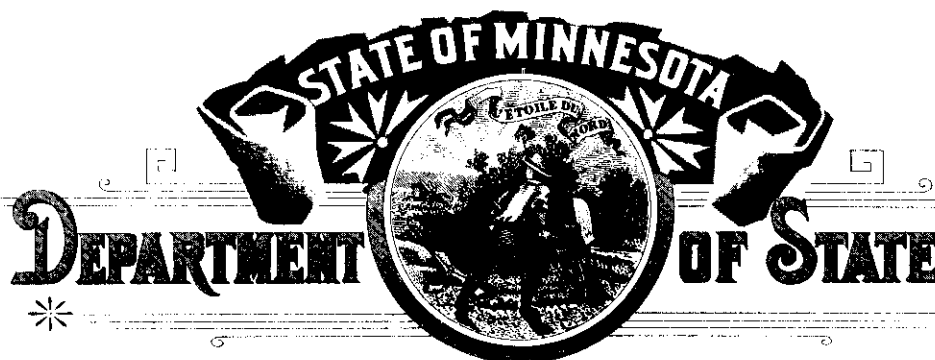
STATE OF IDAHO)
)ss:
COUNTY OF BLAINE)

I, Edward A. Lawson, a notary public, do hereby certify that on this 27th day of May, 19 82, personally appeared before me David H. Nixon, who being by me first duly sworn, declared that he is the President of Claude, Inc.

that he signed the foregoing document as the President of the corporation and that the statements therein contained are true.

Edward A. Lawson
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.



To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been filed for record in the office of the Secretary of State, on the --10th-- day of October, A. D. 1973 for the incorporation of

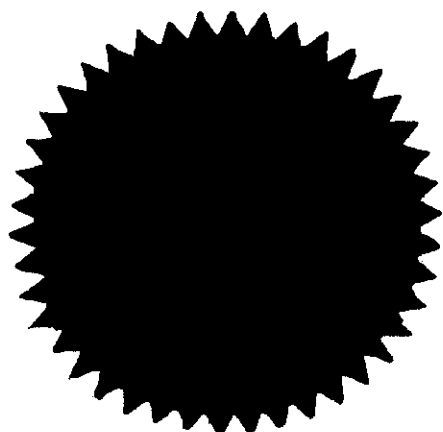
Nixon Management Company

under and in accordance with the provisions of the Minnesota Business Corporation Act, Minnesota Statutes, Chapter 301;

Now, Therefore, I, Arlen I. Erdahl, Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that the said

Nixon Management Company

is a legally organized Corporation under the laws of this State.



Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this --tenth-- day of October in the year of our Lord one thousand nine hundred and seventy-three

Arlen I. Erdahl
Secretary of State.

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0-41, 216

ARTICLES OF INCORPORATION
OF
NIXON MANAGEMENT COMPANY

The following Articles of Incorporation are hereby adopted pursuant to the Minnesota Business Corporation Act.

I.

THE NAME of the corporation shall be Nixon Management Company.

II.

THE LOCATION AND ADDRESS OF THE REGISTERED OFFICE of the corporation shall be 2928 Dean Boulevard, Minneapolis, Minnesota.

III.

THE DURATION of the corporation shall be perpetual.

IV.

THE BUSINESS AND PURPOSES to be transacted and furthered are general business purposes.

V.

THE TOTAL AUTHORIZED SHARES shall consist of twenty-five hundred (2,500) shares without par value.

VI.

THE AMOUNT OF STATED CAPITAL with which the corporation will begin business is One Thousand Dollars (\$1,000.00).

VII.

THE NAMES AND ADDRESSES OF THE FIRST DIRECTORS of the corporation are:

Rosemary T. Manderfeld	3719 Towndale Drive Bloomington, Minnesota
Mildred L. Nelson	414 Oliver Avenue North Minneapolis, Minnesota

who shall serve until the later of the following dates:

the date of the first meeting of the shareholders of this corporation, and
the date the successors of said directors are elected and have qualified.

VIII.

THE NAMES AND ADDRESSES OF THE INCORPORATORS are:

Rosemary T. Manderfeld	3719 Towndale Drive Bloomington, Minnesota
Mildred L. Nelson	414 Oliver Avenue North Minneapolis, Minnesota

IN WITNESS WHEREOF, I have hereunto set my hand this 1st day of October, 1973.

In the presence of:

Eugene L. Heck

Mildred L. Nelson
Mildred L. Nelson

STATE OF MINNESOTA)
COUNTY OF HENNEPIN) ss

On this 1st day of October, 1973, before me, a notary public, within and for said County, personally appeared Mildred L. Nelson, to me known to be the person described in and who executed the foregoing instrument, and acknowledged to me that she executed the same as her own free act and deed.

Eugene L. Heck
Eugene L. Heck, Notary Public
Hennepin County, Minnesota
My commission expires June 22, 1977



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CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION OF
NIXON MANAGEMENT COMPANY

E-45,578

We, the undersigned, David Nixon and Paul Simonson, the President and Assistant Secretary respectively of Nixon Management Company, a corporation subject to the provisions of Chapter 301, Minnesota Statutes, known as the Minnesota Business Corporation Act, do hereby certify that at a special meeting of the shareholders of said corporation, notice of such meeting, proposal to amend and nature of such proposal having been mailed to each shareholder entitled to vote thereon at least ten (10) days prior to such meeting, held at 2928 Dean Boulevard, Minneapolis, Hennepin County, Minnesota, as designated in such notice, on the 19th day of May, 1976, resolutions as hereinafter set forth were adopted by a majority vote of said shareholders represented in person or by proxy:

RESOLVED, that Article 1 of the Articles of Incorporation of Nixon Management Company be, and the same is amended to read as follows:

ARTICLE 1

NAME AND ADDRESS

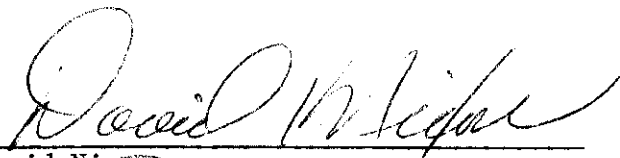
1.1) The name of this corporation shall be Claude, Inc.; its location and post office address of its registered office shall be 2928 Dean Boulevard, Minneapolis, Minnesota.

RESOLVED FURTHER, that the President and the Assistant Secretary of this corporation be and they are authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation, embracing the foregoing resolutions, and to cause such certificate to be filed for record in the manner required by law.

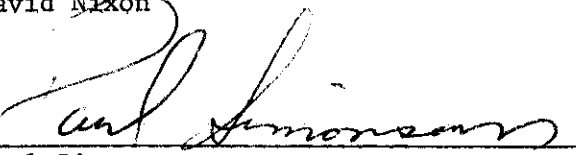
RESOLVED FURTHER, that the effective date of this Amendment shall be the day following the date such Certificate is filed for record with the Secretary of State, State of Minnesota.

E-45,579

IN WITNESS WHEREOF, we have subscribed our names this 19th day of
May, 1976.



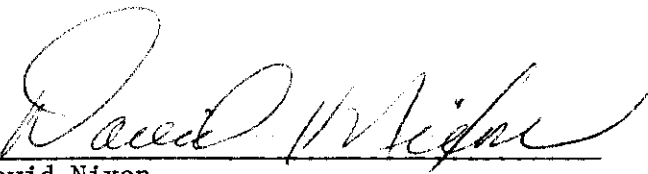
David Nixon



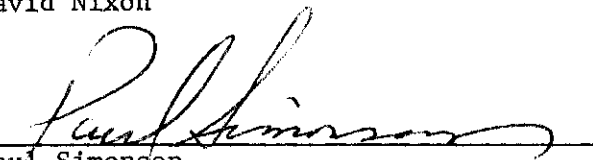
Paul Simonson

STATE OF MINNESOTA)
)SS
COUNTY OF HENNEPIN)

David Nixon and Paul Simonson, being first duly sworn on oath depose
and say: That they are the President and the Assistant Secretary respectively
of Nixon Management Company, the corporation named in the foregoing certificate;
that said certificate contains a true statement of the action of the shareholders
of said corporation, duly held as aforesaid; that said certificate is executed
on behalf of said corporation by its express authority; and they further acknow-
ledge the same to be their free act and deed and the free act and deed of said
corporation.



David Nixon



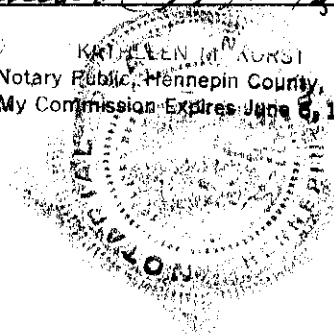
Paul Simonson

Subscribed and sworn to before me this 19th day of May, 1976.

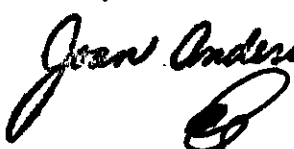


KATHLEEN M. AURST

Notary Public, Hennepin County, Minn.
My Commission Expires June 8, 1979.



E-45, 580

STATE OF MINNESOTA	
DEPARTMENT OF STATE	
I hereby certify that the within	
instrument was filed for record in this	
office on the <u>14</u> day of <u>June</u>	
A. D. 19 <u>26</u> , at <u>8</u> o'clock <u>P.</u> M.,	
and was duly recorded in Book <u>E-45</u>	
of Incorporations, on page <u>578</u>	
<i>Jean Anderson Grove</i>	
	Secretary of State

CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION OF
CLAUDE, INC.

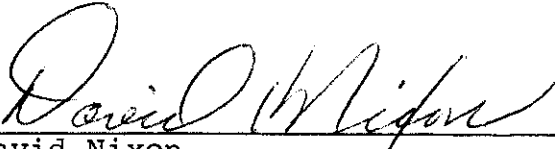
We, the undersigned, David Nixon and Paul Simonson, the President and Assistant Secretary respectively of Claude, Inc., a corporation subject to the provisions of Chapter 301, Minnesota Statutes, known as the Minnesota Business Corporation Act, do hereby certify that at a special meeting of the shareholders of said corporation, notice of such meeting, proposal to amend and nature of such proposal having been mailed to each shareholder entitled to vote thereon at least ten (10) days prior to such meeting, held at 270 North Grain Exchange Building, Minneapolis, Minnesota 55415, as designated in such notice, on the 15th day of November, 1977, resolutions as hereinafter set forth were adopted by a majority vote of said shareholders represented in person or by proxy:

RESOLVED, that ARTICLE II of the Articles of Incorporation of Claude, Inc. be , and the same is amended to read as follows:

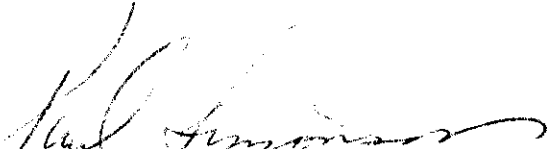
ARTICLE II

The location and registered post office address of the registered office of this corporation in Minnesota is 4537 Xerxes Avenue South, Minneapolis, Minnesota 55410.

IN WITNESS WHEREOF, we have subscribed our names this 15th day of November, 1977.



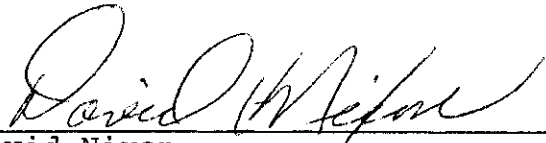
David Nixon




Paul Simonson

STATE OF MINNESOTA)
) SS
COUNTY OF Hennepin)

DAVID NIXON and PAUL SIMONSON, being first duly sworn on oath depose and say: that they are the President and the Assistant Secretary respectively of Claude, Inc., the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the shareholders of said corporation, duly held as aforesaid; that said certificate is executed on behalf of said corporation by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.



David Nixon

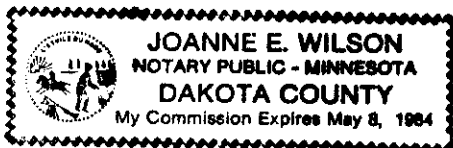


Paul Simonson

Subscribed and sworn
before me this 27th
day of November,
1977.



Notary Public



0-41,218

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that the within
instrument was filed for record in this
office on the 10 day of Oct.
A. D. 1973, at 9 o'clock 9. M.,
and was duly recorded in Book 0-41
of Incorporations, on page 216

Arlen D. Erdahl
Secretary of State

APPR'D & FILED
INDEXED _____
IND. FILED _____
DEX. CHECKED _____

