

**CERTIFICATE OF INCORPORATION
OF**

JAMES-CURTIS CORPORATION, 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 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: January 18, 1990



SECRETARY OF STATE

by:

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION
OF

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JAMES-CURTIS CORPORATION, INC.

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is JAMES-CURTIS CORPORATION, INC.

ARTICLE TWO

Purposes. The purposes of the corporation are to carry on and conduct and engage in a sawmill business; to turn and manufacture logs suitable for log home construction; to manufacture, purchase, or otherwise acquire, sell, or dispose of logs, lumber, wood products in a processed or unprocessed state, and by-products of wood or of said manufacturing operation; to engage in the business of hauling and transporting logs, timber, lumber, lumber products for wood furniture manufactured by or at the direction of the corporation; to engage in the business of hauling and transporting logs, timber, lumber, lumber products or furniture, by means of trucks, and other forms of transportation; to manufacture, produce, adapt, and prepare

and deal in or with any materials, articles, or things incidental to, or required for, or useful in connection with, any of such activities.

In addition to the foregoing purposes, the corporation purposes shall also include engaging in a land development business; to purchase, own, hold, and sell real property, or any interest therein or easement thereon; to purchase lands and subdivide the same into subdivisions or lots; to operate a contracting business or to hire contractors for the purposes of construction of improvements upon real property; to loan money upon real property and to accept secured and unsecured notes as collateral for the same; to execute notes, deeds of trust, mortgages; to perform or do any act customarily performed or done by a developer, contractor and builder, speculative builder or subdivider; to invest in and hold for investment any real property, shares of stock, bonds, or other investments; and to engage and enter into agreements of exchange of one parcel of real property for another parcel of real property; and generally to carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes relating to land development. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is Elkhorn Meadows, Upper Road, Route 3, Santa, County of Benewah, State of Idaho 83866. The name of the corporation's initial registered agent at such address is James D. Hudson.

ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is One Hundred Thousand (100,000). The aggregate par value of the total authorized number of par value shares is One Million Dollars (\$1,000,000.00).

ARTICLE SIX

Transfer of Stock. In case a stockholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms

are accepted by any or all other stockholders within ninety (90) days thereafter, they shall be deemed to have waived their privilege of purchasing and he will be at liberty to sell to anyone else.

ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:


NAME	ADDRESS
1. JAMES D. HUDSON	Elkhorn Meadows, Upper Road P.O. Box 888 Santa, Idaho 83866
2. CURTIS DUANE POLLEY	25965 Highway 243 Idyllwild, California 92349

ARTICLE EIGHT


Incorporators. The name and address of each incorporator for this corporation is:

NAME	ADDRESS
1. JAMES D. HUDSON	Elkhorn Meadows, Upper Road P.O. Box 888 Santa, Idaho 83866
2. CURTIS DUANE POLLEY	25965 Highway 243 Idyllwild, California 92349

EXECUTED in duplicate this 12th day of
January, 1990.



JAMES D. HUDSON



CURTIS DUANE POLLEY, SR.