

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

BALD MOUNTAIN DEVELOPMENT CORPORATION

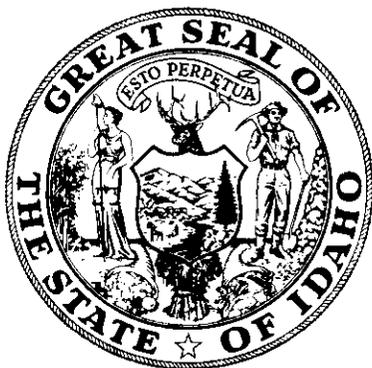
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BALD MOUNTAIN DEVELOPMENT 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 December 7, 19 79.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION

OF THE STATE OF
IDAHO

BALD MOUNTAIN DEVELOPMENT CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, being of full age and a citizen of the United States, have this day voluntarily formed a corporation under the provisions of Idaho Business Corporation Act;

And I hereby certify in writing:

ARTICLE I

Name

The name of said corporation shall be Bald Mountain Development Corporation.

ARTICLE II

Purposes and Powers

The purposes for which said corporation is formed are:

A. To acquire, own, operate and develop real estate facilities, buildings, services and merchandise required or deemed advisable in the conduct of the corporate business; to engage in the transaction of all other business incidental thereto not inconsistent with law; to acquire, hold, use and dispose of any kind of property, whether real, personal, or mixed, including specifically the power to lease or mortgage any such property; to acquire stock, bonds, and securities of

1 other corporations, and to borrow and loan money, to buy, sell,
2 and deal in, either at wholesale or retail, all classes of
3 goods, wares, and merchandise, and articles of trade of every
4 kind, character, and description, and to act as wholesalers,
5 retailers, distributors, or manufacturers' agents for any of
6 the said products; to do any other acts facilitating the
7 accomplishment of or desirable in connection with any of the
8 aforesaid purposes, to have unlimited power to engage in and to
9 do any lawful act concerning any or all lawful business for
10 which the corporation may be organized under the laws of Idaho.

11 B. Without in any manner limiting any of the
12 objects, purposes or powers of the corporation, the business or
13 purposes of said corporation shall be from time to time to do
14 any one or more of all of the acts or things herein set forth.

15 C. The several subdivisions contained in this para-
16 graph of purposes shall be construed as both purposes and
17 powers and the enumeration thereof shall not be held to limit
18 or restrict in any manner the general powers, conferred on
19 business corporations by the laws of the State of Idaho, all of
20 which powers are hereby expressly claimed.

21 ARTICLE III.

22 Duration

23 Subject to dissolution in the manner provided by law,
24 the corporation shall be perpetual.

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ARTICLE IV.

Registered Office

The registered office of said corporation in the State of Idaho shall be located at 200 Sun Valley Road West, Ketchum, Idaho, in the County of Blaine, the post office address of the registered office of said corporation in the State of Idaho, County of Blaine, shall be P. O. Box 169, Ketchum, Idaho. B. Craven Young shall be the registered agent at the address set forth above.

ARTICLE V.

Corporate Stock

The aggregate number of shares which the corporation shall have authority to issue is 5,000 all of which shall have a par value of \$1.00 per share.

ARTICLE VI.

Incorporator

Following is the name and post office address of the incorporator:

<u>NAME OF INCORPORATOR</u>	<u>POST OFFICE ADDRESS</u>
Thomas G. Walker, Jr.	P. O. Box 1906 Twin Falls, ID 83301

ARTICLE VII.

Management

A. The business of the corporation shall be managed by a board of at least three (3) directors, except that if all of the shares of the corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of

1 directors may be less than three (3) but not less than the
2 number of stockholders. Directors need not be shareholders. A
3 director shall hold office for the term for which he was named
4 or elected and until his successor is elected and qualified.

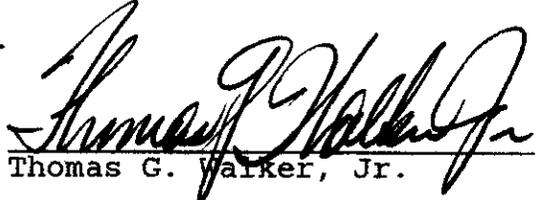
5 B. The Incorporator listed in Article VI. above
6 shall serve as director until the first annual meeting of
7 shareholders or until his successors are elected and qualify.

8 ARTICLE VIII.

9 By-Laws

10 The power to adopt, repeal and amend the By-Laws of
11 the corporation shall be in the stockholders and the By-Laws
12 may be amended, adopted, or repealed by a majority vote of the
13 stock issued and entitled to vote.

14 IN WITNESS WHEREOF, We have hereunto set our hands
15 this 6th day of December, 1979.

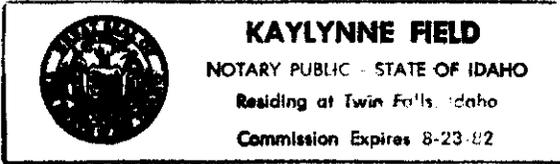
16 
17 _____
Thomas G. Walker, Jr.

18 STATE OF IDAHO)
19) ss.
20 County of Twin Falls)

21 On this 6th day of December, 1979, before me, the
22 undersigned, a Notary Public in and for said County and State,
23 personally appeared Thomas G. Walker, Jr., known to me to be
24 the person whose name is subscribed to the within instrument
25 and acknowledged to me that he executed the same.

1 IN WITNESS WHEREOF, I have hereunto set my hand and
2 affixed my official seal, the same day and year in this certi-
3 ficate first above written.

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Kaylynne Field

NOTARY PUBLIC FOR IDAHO
Residing at Twin Falls, Idaho