

State of Idaho

Department of State

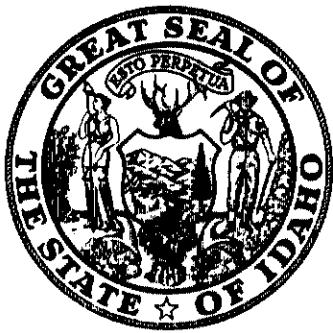
CERTIFICATE OF AUTHORITY OF

DEAR INC.

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

Dated: June 09, 1993



Pete T. Cenarrusa
Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally J Clark*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

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 DEAR INC.

2. The name which it shall use in Idaho is DEAR INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of State of Michigan

4. The date of its incorporation is March 3, 1993 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
4875 Mack Road, Howell, MI 48843

6. The address to which correspondence should be addressed, if different from that in Item 5.
4875 Mack Road, Howell, MI 48843

7. The street address of its proposed registered office in Idaho is c/o Dennis L. Albers, Attorney at Law, 401 W. North Street, POB 314, Grangeville, ID 83530, and the name of its proposed registered agent in Idaho at that address is Dennis L. Albers, Attorney at Law.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
investments in and development of real estate, subdivisions, and any act associated therewith, including the investment in personal property of all kinds & character.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only
IDAHO SECRETARY OF STATE
19930609 0900 80929 2
CX #: 7603 CUST# 1
CORPORATIO 10 60.00- 60.00

68 2

9. The names and respective addresses of its directors and officers are:

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: May 244 1993

DEAR INC.

(Corporation name)

By Gerald N. Dearing
Gerald N. Dearing its President/Vice President (please specify)
and Dana B. Dearing
Dana B. Dearing its Secretary/Assistant Secretary (please specify)

STATE OF WASHINGTON

COUNTRY OF Challawm

1. Dolores B. Mangano, a notary public, do hereby certify that on

this 24 day of May, 1993, personally appeared before

who being by me first duly sworn, declared that (s)he

In the Secretary-Treasurer at DEAR, INC.

that (s)he signed the foregoing documents as secretary-treasurer of the corporation and that the statements therein contained are true.

(SEAL)

My Commission expires
3-8-96

Dolores B. Mangano
Residing at Port Angeles Notary Public for State of Washington



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That

DEAR INC., A PROFIT CORPORATION

was validly incorporated on **MARCH 3, 1993**, as a Michigan corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 13TH day of APRIL, 1993.

Carl L. Lyon
Director

CORPORATION AND SECURITIES BUREAU