

Department of State.

CERTIFICATE OF INCORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of
POCATELLO COAL AND LUMBER DEALERS ASSOCIATION OF POCATELLO, INC.

was filed in the office of the Secretary of State on the **25th** day
of **April** A. D. One Thousand Nine Hundred **Fifty-eight** and
is duly recorded on Film No. **102** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Pocatello in the County of **Bannock**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **25th** day of **April**,
A.D., 19**58**.

ARTICLES OF INCORPORATION OF
POCATELLO COAL AND LUMBER DEALERS ASSOCIATION
OF POCATELLO INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all of whom are citizens of the United States and of the State of Idaho, do hereby associate ourselves together for the purpose of forming a non-profit cooperative association under and pursuant to the provisions of Title 30, Chapter 10, Idaho Code, and we hereby do adopt the following articles of incorporation.

I

The name of the corporation shall be: POCATELLO COAL AND LUMBER DEALERS ASSOCIATION OF POCATELLO, INC.

II

The duration of this corporation shall be unlimited and perpetual.

III

The location and post office address of this corporation's registered office in this State is Box 111, Bannock County, Pocatello, Idaho.

IV

This corporation is formed for the purposes and shall have the power:

1. To promote and maintain an organization for the mutual advancement and welfare of its members and of the Merchants in Bannock County, Idaho, by all proper, suitable and lawful means.
2. To foster a spirit of good will among its members and to promulgate ethical practices in their relationship with each other, their employees and the public, to the end that all interest may be served fairly.
3. To negotiate with and enter into contracts with employees or their authorized representatives concerning wages, hours and conditions of employment.
4. To own, lease, exchange, or otherwise acquire and dispose of personal and real property necessary, incidental, auxiliary or convenient to the business of this corporation and its purpose and objects.
5. To exercise and perform all rights, powers, privileges and duties granted to or imposed upon private corporations by the laws of the State of Idaho, except such as are inconsistent with the provisions of Title

30, Chapter 10, of the Idaho Code, as now existing or hereafter amended, governing non-profit cooperative associations.

V

The number of directors of this corporation shall not be less than five, nor more than fifteen, as may be fixed by the By-Laws; qualifications of directors, their remuneration, terms of office, manner of election, time, place and manner of calling meetings, and their powers and duties and other matters not inconsistent with the Law in the premises, may be prescribed by the By-Laws.

VI

This corporation is not organized for pecuniary profit, and shall not engage in business or trade for profit or enter into any agreement or combination in restraint of trade, or fix or establish the price of any commodity; and shall not issue capital stock or distribute dividends to its members; the corporation shall issue a membership certificate to each of its members, which certificate cannot be assigned so that the transferee can by such transfer become a member of the corporation, nor otherwise, except by resolution by the Board of Directors, and under such regulations as the By-Laws may prescribe.

VII

Membership in this corporation shall be subject to such limitations and divided into such classifications as may be prescribed by the By-Laws. The rights and interests of all members shall be equal, and no member can have or acquire a greater interest therein than any other member. The association shall with the written consent of any member or group of members, on their behalf, enter into contracts with labor organizations. Neither the association, however, nor any committee thereof shall enter into negotiations or any such contract until after three (3) days notice shall have been sent to all, stating the name of the Union and the subject of the negotiations. Such contracts may be of any type and form not prohibited by law or by the By-Laws of the association, and shall recite that they embody the whole agreement. Every contract executed by the association shall be binding only upon the member or members becoming

signatory thereto, and shall so state therein. The member or members consenting to the execution of such contract by the association shall endorse it with their approval thereon, and any member not so agreeing and endorsing approval of said agreement within thirty (30) days after approval of the agreement by the membership shall be deemed to have withdrawn as a member of the association. A duplicate executed original of each such contract shall be filed with the association.

VIII

The Board of Directors shall have the power by a two-thirds vote, to repeal and amend the By-Laws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20 day of December 1957.

COLEMAN BUILDERS SUPPLY CO., Inc.
441 Yellowstone Ave. Pocatello, Idaho

By Marion L. Coleman
Marion L. Coleman, President

ANDERSON LUMBER CO.
361 So. 2nd, Pocatello, Idaho

By R. W. Merman
R. W. Merman, President

POCATELLO LUMBER CO.
312 E. Halliday, Pocatello, Idaho

By Charles H. Bohrer
Charles H. Bohrer, President

BANNOCK LUMBER & COAL CO.
550 So. 1st, Pocatello, Idaho

By S. Leland Freckleton
S. Leland Freckleton, President

BISTLINE LUMBER & HARDWARE CO
427 E. Center, Pocatello, Idaho

By Pete Bistline
Pete Bistline, Vice-president

HENDERSON LUMBER CO.
2601 Polentine Rd., Pocatello, Idaho

By Boyd F. Henderson
Boyd F. Henderson, Partner

CHUBBUCK LUMBER CO.
Chubbuck, Idaho

By R. C. Falter
R. C. Falter, Sec. - Treasurer

ANDERSONS, INC.
531 So. 2nd

By J. O. Anderson
J. O. Anderson, President

STIRLING COAL CO.
945 So. 1st, Pocatello, Idaho

By Jack Stirling
Jack Stirling, President

HARDY COAL CO.
1938 N. Main, Pocatello, Idaho

By Warren D. Hardy
Warren D. Hardy, Sole Owner

REYNOLDS FUEL & ROOFING
1541 N. 1st, Pocatello, Idaho

By Lamont Reynolds
Lamont Reynolds, Manager

McLELLAND LUMBER CO.
804 N. 5th, Pocatello, Idaho

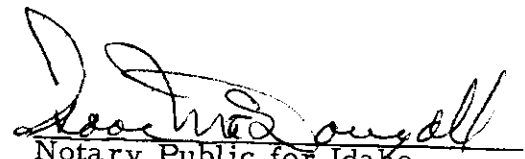
By Richard McLelland
Richard McLelland, President

On this 20th day of December 1957, before me, a Notary Public
in and for said County and State, personally appeared:

Coleman Builders Supply Co. by Marion L. Coleman, President
Anderson Lumber Co. by R. W. Mermon, President
Pocatello Lumber Co. by Charles H. Bohrer, President
Bannock Lumber & Coal Co. by S. Leland Freckleton President
Bistline Lumber & Hardware Co. by Pete Bistline, Vice-president
Henderson Lumber Co. by Boyd F. Henderson, Partner
Chubbuck Lumber Co. by R. C. Falter, Secretary-Treasurer
Andersons, Inc. by J. O. Anderson, President
Stirling Coal Co. by Jack Stirling, President
Hardy Coal Co. by Warren D. Hardy, Sole Owner
Reynolds Fuel & Roofing by Lamont Reynolds, Manager
McLlelland Lumber Co. by Richard McLlelland, President

personally known to me to be the persons whose names are subscribed to
the foregoing instrument, and acknowledged to me that they executed the
same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate first above
written.


Notary Public for Idaho
Residing at Pocatello, Idaho

(SEAL)

My commission expires: 15 October 1960