

State of Idaho

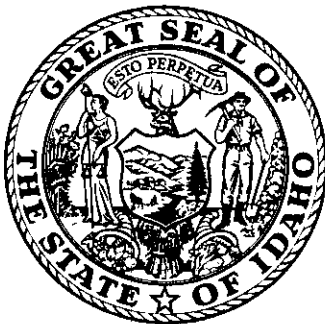
Office of the Secretary of State

CORPORATION REINSTATEMENT CERTIFICATE

I, BEN YSURSA, Secretary of State of the State of Idaho, do hereby certify that **NORTH IDAHO & PACIFIC RAILWAY, INC.**, file number C 150887 , a corporation organized under the laws of the State of Idaho, was administratively dissolved on December 9, 2005, for failure to file the required annual report form by the date due.

I FURTHER CERTIFY That the corporation has on March 27, 2006, been reinstated on the records of this office, and that its corporate powers or its right to do business in the State of Idaho are hereby restored.

Dated: March 27, 2006



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR REINSTATEMENT

To the SECRETARY OF STATE, STATE OF IDAHO

1. The name of the Idaho corporation / limited liability company applying for reinstatement following administrative dissolution or forfeiture, if available, is:

NORTH IDAHO & PACIFIC RAILWAY, INC.

2. The date of its incorporation / organization was: September 17, 2003

3. The corporation / limited liability company hereby applies for reinstatement. If the corporate name is unavailable, a certificate of amendment for a name change must be attached.

4. This application is accompanied by a current annual report, appointment of registered agent, or articles of amendment extending existence, as appropriate, and a filing fee of \$30.00.

Signature: _____

Capacity/Title: President/Secretary

Date: 3/22/06

(must be signed by a chairman of the board of directors or officer of the corporation/LLC)

Secretary of State use only

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Rev. 10/2003

IDAHO SECRETARY OF STATE
03/28/2006 05:00
CK: 4408 CT: 1116 BH: 945827
1 @ 30.00 = 30.00 CORP REINS # 2