



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

SPALDING ENTERPRISES 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 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:

September 23, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION

OF

RECEIVED
SEC. OF STATE

SPALDING ENTERPRISES CORPORATION

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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 Spalding Enterprises Corporation.

ARTICLE TWO: Duration. The period of duration of the corporation is perpetual.

ARTICLE THREE: Purposes. The purposes of the corporation are to engage in the general speculative home building business, to operate a contracting business, and to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE FOUR: Stock. The aggregate number of shares which the corporation shall have authority to issue is 1,000, of one class only. All such shares are without par value.

ARTICLE FIVE: Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 357 Wallace Avenue, Post Office Box 546, Driggs, Idaho 83422. The name of the corporation's initial registered agent at such address is Neil A. Johnson.

ARTICLE SIX: Directors. The number of directors constituting the initial board or directors is two 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

Suzanne Marie Spalding

Post Office Box 72, Victor, Idaho
83455

Linwood G. Patterson

Post Office Box 72, Victor, Idaho
83455

ARTICLE SEVEN: Incorporators. The name and address of each incorporator is:

NAME

ADDRESS

Suzanne Marie Spalding

Post Office Box 72, Victor, Idaho
83455

Linwood G. Patterson

Post Office Box 72, Victor, Idaho
83455

Executed in duplicate on September 11, 1991.


Suzanne Marie Spalding


Linwood G. Patterson