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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
STATE OF IDAHO

NORTHWEST PRIVATE LANDS REFORESTATION
AND RESTORATION PROJECTS, INC.

The undersigned, acting as incorporators of a Corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I.

NAME

The name of the Corporation is NORTHWEST PRIVATE LANDS REFORESTATION
AND RESTORATION PROJECTS, INC.

ARTICLE II.

AUTHORIZED SHARES

The total amount of capital of this Corporation is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), divided into shares, each of the par value of ONE and NO/100 (\$1.00) DOLLAR per share. All of said stock shall be common stock and non-assessable having equal voting rights, powers, preferences, and restrictions.

ARTICLE III.

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 6430 Kootenai Street, Bonners Ferry, Idaho 83805, and the name of its initial registered agent at such address is TIMOTHY

C/77792

B. WILSON, Attorney at Law.

ARTICLE IV.

INCORPORATORS

The name and address of each incorporator is:

NAME	ADDRESS
DONALD W. DINNING	HCR 85, BOX 111-Q, BONNERS FERRY, ID 83805
MARY CATHERINE DINNING	HCR 85, BOX 111-Q, BONNERS FERRY, ID 83805
WILLIE MAAS	1500 MAAS LOOP, MOYIE SPRINGS, ID 83845
ABIGAIL MAAS	1500 MAAS LOOP, MOYIE SPRINGS, ID 83845
DONALD P. DINNING	501 ASPEN, BONNERS FERRY, ID 83805
LACEY DINNING	HCR 85, BOX 111-Q, BONNERS FERRY, ID 83805
HANNAH DINNING	1502 N. 2ND STREET, COEUR D' ALENE, ID 83814
BEN TURNER	HCR 85, BOX 235, BONNERS FERRY, ID 83805

ARTICLE V.

VOTING ENTITLEMENT OF SHARES

1. Except as provided in sections (2) and (4) of this Article, each outstanding share, regardless of class, is entitled to one (1) vote on each matter voted on at a shareholder's meeting.

Only shares are entitled to vote.

2. This corporation is not entitled to vote treasury shares. The shares of this corporation are not entitled to vote if they are owned, directly or indirectly, by a second corporation, domestic or foreign, and this corporation owns, directly or indirectly, a majority of the shares entitled

to vote for directors of the second corporation.

3. Section (2) of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.

4. Redeemable shares are not entitled to vote after notice of redemption is mailed to the holders and a sum sufficient to redeem the shares has been deposited with a bank, trust company, or other financial institution under an irrevocable obligation to pay the holders the redemption price on surrender of the shares.

ARTICLE VI.

PURPOSE

The purpose or purposes for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE VII.

DURATION

The period of its duration is perpetual.

ARTICLE VIII.

BOARD OF DIRECTORS

The business of the Corporation shall be managed and conducted by a Board of Directors of not less than one (1) and not more than two (2) Directors. All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its board of directors, subject to any limitation set forth in a shareholder agreement authorized under

Section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be 1 and the name and address of the person to serve as director until the first annual meeting of shareholders or until their successors are elected and qualified are:

NAME	ADDRESS
DONALD W. DINNING	HCR 85, BOX 111-Q, BONNERS FERRY, ID 83805
WILLIE MAAS	1500 MAAS LOOP, MOYIE SPRINGS, ID 83845

ARTICLE IX.

INDEMNIFICATION

The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

ARTICLE X.

LIMITATION OF LIABILITY

No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of Section 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

IN WITNESS WHEREOF, We have subscribed these duplicate Articles of Incorporation this

19 day of march, 2008.

Donald W. Dinning
DONALD W. DINNING

Mary Catherine Dinning
MARY CATHERINE DINNING

Willie Maas
WILLIE MAAS

ABIGAIL MAAS

Donald P. Dinning
DONALD P. DINNING

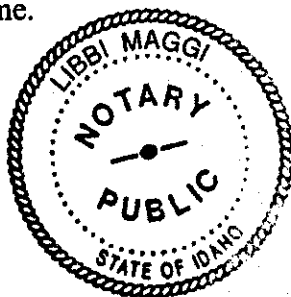

LACEY DINNING

Hannah Dinning
HANNAH DINNING

B. Turner
BEN TURNER

STATE OF IDAHO :
County of Boundary : ss

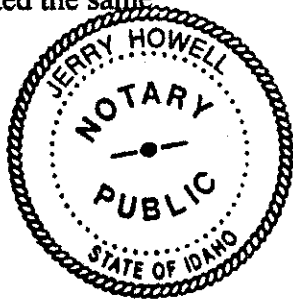
On this 15 day of February, 2008, before me, the undersigned Notary Public,
personally appeared DONALD W. DINNING, known/or identified to me to be the person whose
name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that he
executed the same.



Libra Maggi
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 7-31-09

STATE OF IDAHO :
SS
County of Boundary :

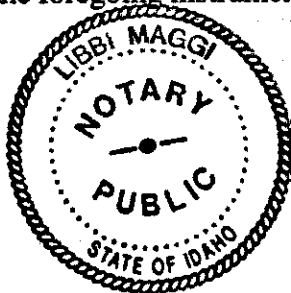
On this 13 day of March, 2008, before me, the undersigned Notary Public, personally appeared MARY CATHERINE DINNING, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that she executed the same.



Jerry Howell
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 9-30-2012

STATE OF IDAHO :
SS
County of Boundary :

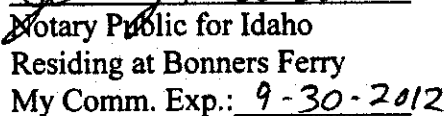
On this 15 day of February, 2008, before me, the undersigned Notary Public, personally appeared WILLIE MAAS, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that he executed the same.



Libbi Maggi
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 7-31-09

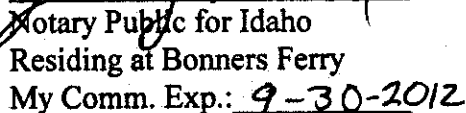
County of Boundary :

personally appeared ABIGAIL MAAS, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that she executed the same.



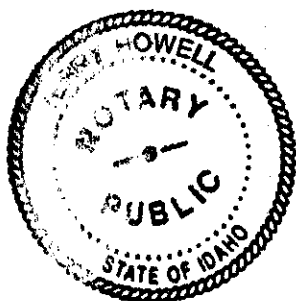
County of Boundary :

personally appeared DONALD P. DINNING, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that he executed the same.



STATE OF IDAHO :
SS
County of Boundary :

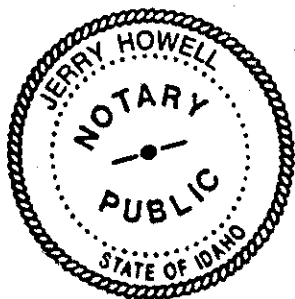
On this 15 day of February, 2008, before me, the undersigned Notary Public, personally appeared LACEY DINNING, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that she executed the same.



Jerry Howell
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 9-30-2012

STATE OF IDAHO :
SS
County of Boundary :

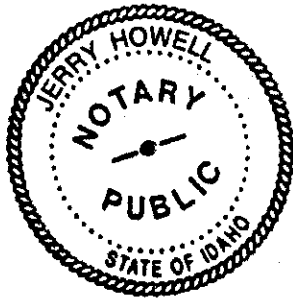
On this 19 day of March, 2008, before me, the undersigned Notary Public, personally appeared HANNAH DINNING, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that she executed the same.



Jerry Howell
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 9-30-2012

STATE OF IDAHO :
County of Boundary : SS

On this 26 day of February, 2008, before me, the undersigned Notary Public, personally appeared BEN TURNER, known/or identified to me to be the person whose name is subscribed to the foregoing instrument as incorporators, and acknowledged to me that he executed the same.



Jerry Howell
Notary Public for Idaho
Residing at Bonners Ferry
My Comm. Exp.: 9-30-2012