

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

PONDEROSA INTERNATIONAL 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 19, 1986



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

APR 1 1985

RONALD C. COOPER
PONDEROSA INTERNATIONAL CORPORATION

DEBORAH LOY LINDE, being over the age of eighteen (18) years of age and a citizen of the State of Idaho and United States of America, for the purpose of forming a corporation under the Idaho Business Corporations Act, adopts the following articles of incorporation.

ARTICLE I

The name of this corporation shall be PONDEROSA INTERNATIONAL CORPORATION.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

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

ARTICLE IV

This corporation shall be capitalized for Twenty-five Thousand (\$25,000) Dollars. The total authorized stock of this corporation shall be divided into one hundred thousand shares (100,000), all of which shall be common stock with a par value of \$0.25 per share. Said shares shall be nonassessable and shall all be of the same class and every share of said stock shall be equal in all respects to every said share.

ARTICLE V

This corporation shall not commence business until consideration of the value of at least Five Hundred (\$500.00) Dollars has been received for the issuance of shares.

ARTICLE VI

The owners of shares of stock of this corporation shall not be entitled to preemptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class whatsoever whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividends, or otherwise.

ARTICLE VII

The Board of Directors shall have full power to adopt, alter, amend, or repeal the bylaws or adopt new bylaws. Nothing herein shall deny the concurrent power of the shareholders to adopt, alter, amend, or repeal the bylaws.

ARTICLE VIII

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in its articles of incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of shareholders of this corporation are granted subject to this reservation.

ARTICLE IX

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed in the bylaws, but the number of the first board of directors shall be two (2), and they shall serve until the first meeting of shareholders and until their successors are elected and qualified, and their names and mailing addresses are as follows:

Deborah Loy Linde
4845 Anne Street
Coeur d'Alene, Idaho 83814

Donald G. Sears
131 Lower Lynch Creek Road
Plains, Montana 59859

ARTICLE X

The address of the registered office of this corporation is 315 A Elder Building, 402 Sherman Avenue, Coeur d'Alene, Idaho, 83814, and the registered agent is R. Wayne Sweney.

The name and mailing address of the incorporator of this corporation is as follows:

Deborah Loy Linde
4845 Anne Street
Coeur d'Alene, Idaho 83814

The incorporator has signed these articles of incorporation this 31 day of August, 1986.

Deborah Loy Linde
DEBORAH LOY LINDE

STATE OF IDAHO)
)ss.
County of Kootenai)

On this 31 day of August, 1986,
before me, the undersigned, a Notary Public for the State of Idaho, personally appeared DEBORAH LOY LINDE, known to me to be the person whose name is subscribed to the within instrument and acknowledged and swore to me that she 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.

Ralph Nelson
NOTARY PUBLIC in and for the State
of Idaho, residing at Fast Falls