



**CERTIFICATE OF INCORPORATION
OF**

DRAKE, INC.

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: Apr 11 14, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Debra Barnum*

APR 14 9 22 AM '89
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
DRAKE, INC.

ARTICLE 1

The name of this corporation is DRAKE, INC.

ARTICLE 2

This corporation has perpetual existence.

ARTICLE 3

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Title 30 of the Idaho Code.

ARTICLE 4

The address of the registered office of the corporation is Highway 2, three miles west of Priest River, Idaho 83822, and the name of the registered agent at such address is Eila L. Akre.

ARTICLE 5

The total authorized number of shares of the corporation is one hundred thousand (100,000) shares, all of such shares to be without par value.

ARTICLE 6

Shareholders of this corporation have preemptive rights to acquire additional shares issued by the corporation.

ARTICLE 7

The number of directors of this corporation shall be fixed in the manner specified by the Bylaws of this corporation. The first directors of the corporation are four (4) in number and their names and addresses are:

<u>Name</u>	<u>Address</u>
Eila L. Akre	Highway 2, three miles west of Priest River, Idaho 83822
Reuben Akre	Highway 2, three miles west of Priest River, Idaho 83822
Dean Akre	Highway 2, three miles west of Priest River, Idaho 83822
Ronald Akre	Box 344 Priest River, Idaho 83822

The first directors shall serve until the first annual meeting of shareholders and until their successors are elected and qualified.

ARTICLE 8

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Eila L. Akre	Highway 2, three miles west of Priest River, Idaho 83822

ARTICLE 9

At each election for directors, every shareholder entitled to vote at such election has the right to vote, in person or by proxy, the number of shares of stock held by him for as many persons as there are directors to be elected. No cumulative voting for directors shall be permitted.

ARTICLE 10

- (1) No contracts or other transactions between the corporation and any other corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and
- (2) Any director individually, or any firm of which any director may be a member, may be a party to, or may be

pecuniarily or otherwise interested in, any contracts or transactions of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

ARTICLE 11

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on shareholders and directors are subject to this reserved power.

DATED: April 12, 1989.

Eila L. Akre
EILA L. AKRE

STATE OF IDAHO)
 : ss.
County of Kootenai)

On this 12th day of April, 1989, before me, the undersigned, a Notary Public in and for the State of Idaho, duly commissioned and sworn, personally appeared EILA L. AKRE, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged to me that she signed and sealed the said instrument as her free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL hereto affixed the day and year in this certificate above written.

Shirley R. Huntley
Notary Public in and for the State
of Idaho, residing at Post Falls.

My Appointment Expires: 1994

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