

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

BOISE HOLDING COMPANY

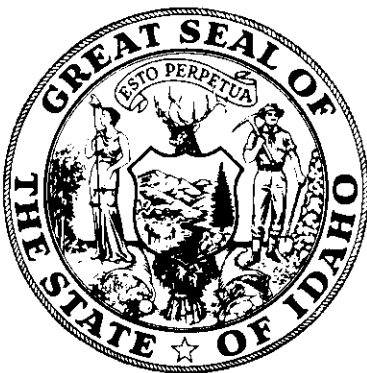
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BOISE HOLDING COMPANY

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: **November 17, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF '83 NOV 17 PM 1 56

BOISE HOLDING COMPANY

SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I

The name of the corporation shall be Boise Holding Company.

II

The corporation shall exist in perpetuity.

III

The address of the initial registered office of this corporation in the state of Idaho shall be 300 First Security Bldg., Boise, Idaho 83701, and the name of the initial registered agent at that address shall be MTB&B Service Company.

IV

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

V

The business of this corporation shall be managed and conducted by a board of directors. The number of directors constituting the initial board of directors shall be four (4), and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Kenneth R. Ramsey	Post Office Box 8358 Boise, Idaho 83707
Todd A. Robinson	Post Office Box 8358 Boise, Idaho 83707

<u>Name</u>	<u>Address</u>
John R. Baxter	Post Office Box 8358 Boise, Idaho 83707
Eugene C. Thomas	Post Office Box 829 Boise, Idaho 83701

VI

The aggregate number of shares which this corporation shall have authority to issue shall be:

- (1) 250,000 shares of nonassessable voting common stock having a par value of \$0.01 per share;
- (2) 250,000 shares of nonassessable nonvoting common stock having a par value of \$0.01 per share which shall be nonconvertible to voting common stock.

VII

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Paul S. Street	Post Office Box 829 Boise, Idaho 83701

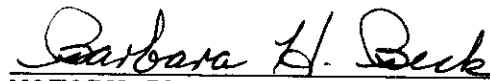
16th IN WITNESS WHEREOF, I have hereunto set my hand this day of November, 1983.



STATE OF IDAHO)
) ss.
County of Ada)

On this 16th day of November, 1983, before me, a notary public in and for said county and state, personally appeared PAUL S. STREET, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.


NOTARY PUBLIC for Idaho
Residing at Boise, Idaho