



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

HEXAGON PROPERTIES, INC.

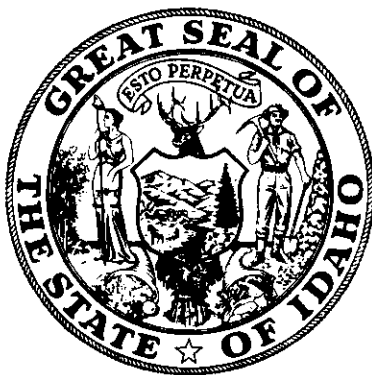
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

HEXAGON PROPERTIES, INC.,

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 October 17, 19 80.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

OCT 10 8 23 08 AM '80  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
HEXAGON PROPERTIES, INC.

\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, both being of legal age and citizens of the United States of America and the State of Idaho, do this day form a corporation under the general laws of the State of Idaho, and do hereby make, certify, execute, acknowledge and deliver the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be: HEXAGON PROPERTIES, INC.

ARTICLE II

The general nature of the business of this corporation and the objects and purposes proposed to be transacted, promoted and carried on by the corporation are as follows:

(a) To buy, sell, hold, lease and generally deal in real estate;

- (b) To have perpetual succession by its corporate name;
- (c) To sue and be sued, complain and defend, in the corporate name;
- (d) to have a corporate seal and to use the same by causing it to be impressed or affixed upon appropriate documents;
- (e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated;
- (f) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;
- (g) To lend money and use its credit to assist its employees;
- (h) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise disposes of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof;

(i) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

(j) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

(k) To conduct its business, carry on its operations and have offices and exercise the powers granted by statute, within or without this state;

(l) To elect or appoint officers and agents of the corporation, and define their duties and fix their compensation;

(m) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation;

(n) To make donations for the public welfare or for charitable, scientific or educational purposes;

(o) To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

(p) To pay pensions and establish pension plans, pensions trusts, profit sharing plans, stock bonus plans, stock

option plans and other incentive plans for any or all of its directors, officers and employees;

(q) To be a promoter, partner, member, associate, or manager of any partnership, joint venture, trust or other enterprise;

(r) To have and exercise all powers necessary or convenient to effect its purposes.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall be in no way limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

### ARTICLE III

A director of this corporation shall not be disqualified by his office from dealing or contracting with this corporation, nor shall any transaction or contract of this corporation be void or voidable by reason of the fact that any director or any firm of which any director is a member or any corporation of which any director is a shareholder, officer, or director, is in any way interested in such transaction or contract. Any such transaction or contract shall be valid for all purposes, notwithstanding the presence of such director or

directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, by voting or otherwise, even through his or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided, that the fact of such interest shall be disclosed to or known by the Directors acting on such contract or transaction.

#### ARTICLE IV

The corporation shall have perpetual existence.

#### ARTICLE V

The registered office of the corporation shall be the office of the company, 9420 Chalet Road, Hayden Lake, Idaho, and the registered agent of this corporation shall be John L. Hulteng.

#### ARTICLE VI

The authorized capital stock of this corporation shall be Three Thousand Dollars (\$3,000.00), consisting of 3,000 shares of capital stock having a par value of One Dollar (\$1.00) per share. Each shareholder shall be entitled as of right to

purchase or subscribe for any shares of this corporation authorized but unissued at this time and for any shares, debentures, bonds, or other certificates of indebtedness of whatever kind and nature which may hereafter be authorized and issued. The aggregate number of shares which the corporation shall have authority to issue is 3,000 shares of common stock, which shares shall be issued at par value of \$1.00 per share. The shareholders of this corporation shall be entitled to exercise the right of cumulative voting in the election of directors.

#### ARTICLE VII

Preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation.

#### ARTICLE VIII

The management of this corporation shall be vested in a Board of Directors, and the number, qualifications, compensation, terms of office, manner of election, time and place of meeting, powers and duties of the directors shall be such as are prescribed by the Bylaws of the corporation. The authority to make the initial Bylaws for the corporation is hereby

expressly vested in the Board of Directors of this corporation. The right to alter, amend, repeal or change said Bylaws is vested in the shareholders.

#### ARTICLE IX

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on the stockholders herein are granted subject to this reservation.

#### ARTICLE X

The names and post office addresses of the directors who shall first manage the affairs of this corporation are as follows:

<u>Name</u>	<u>Address</u>
John L. Hulteng	P.O. Box 423, Hayden Lake, ID 83835
Elizabeth R. Hulteng	P.O. Box 423, Hayden Lake, ID 83835
Robert G. Hulteng	144 Turquoise Way, San Francisco, CA 94131

and each of said directors shall hold office until his successor has been elected and qualified in the manner prescribed by law.



## ARTICLE XI

The names and post office addresses of the incorporators of this corporation are as follows:

<u>Name</u>	<u>Address</u>
John L. Hulteng	P.O. Box 423, Hayden Lake, ID 83835
Elizabeth R. Hulteng	P.O. Box 423, Hayden Lake, ID 83835

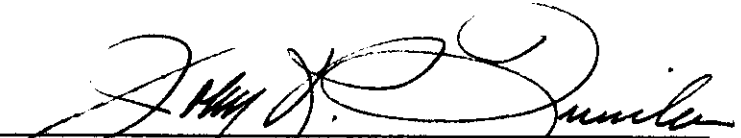
IN WITNESS WHEREOF, the incorporators have hereunto set  
their hands this 19th day of September, 1980.

John L. Hultenz  
Elizabeth R. Hultenz

STATE OF WASHINGTON )  
COUNTY OF SPOKANE ) ss

I, the undersigned, a Notary Public in and for the above named County and State, do hereby certify that on the 19th day of September, 1980, personally appeared before me JOHN L. HULTENG and ELIZABETH R. HULTENG, to me known to be the individuals and incorporators described in and who executed the foregoing instrument, and acknowledged that they signed and sealed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year  
last above written.

  
Notary Public in and for the State  
of Washington residing at Spokane.