



CERTIFICATE OF INCORPORATION
OF

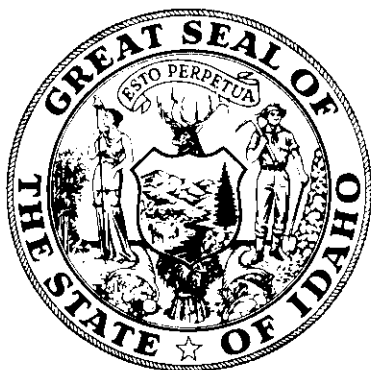
MOUNTAIN BROTHERS INVESTMENT CLUB, INC.

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 _____
MOUNTAIN BROTHERS INVESTMENT CLUB, 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: July 16, 1963



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

JUL 18 9 58 AM '83

SECRETARY OF STATE

of

MOUNTAIN BROTHERS INVESTMENT CLUB, INC.
an Idaho Corporation

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned all being natural persons, of legal age, and citizens of the United States of America, this day voluntarily associated ourselves together for the purposes of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

I.

The name of this corporation shall be MOUNTAIN BROTHERS INVESTMENT CLUB, INC., an Idaho Corporation.

II.

The purposes for which the corporation is formed are as follows:

A. To deal in shares, bonds, notes, debentures, or other securities or evidences of indebtedness, either as principal, or as agent or broker, or otherwise; and generally to maintain, conduct, and carry on the business of buying and selling investment securities either as principal, or as agent or broker, or otherwise.

B. To buy or otherwise acquire real estate, and to subdivide, plat, and sell the same, and generally to buy, sell, and deal in real and personal property of every kind and description in such manner, and upon such terms as the board of

directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

C. To lease, buy, sell, use, mortgage, improve, and otherwise handle, deal in the disposal of all such property, real and personal of any kind whatsoever as may be necessary or convenient in connection with the aforesaid business of the company, and in general to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of the proeprty.

D. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or in any association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes, or any part or parts thereof, provided the same not be inconsistent with the laws under which this corporation is organized.

E. To transact the business of investing on behalf of itself or others, any part of its capital, and such additional funds as it may obtain, or any interest therein, either as a tenant in common or otherwise, and selling, or otherwise disposing of same, or any part thereof, or interest therein.

F. To generally engage in, do and perform any enterprise, act or vacation that any natural person might or could do which are not repugnant to the law.

III.

This corporation shall have perpetual existence.

IV.

The location and post office address of the registered agent and office of this corporation in this State, and principal place of business shall be Harry Hartman, Moyie Springs, Idaho, 83845.

V.

The amount of capital stock in said corporation shall be Ten Thousand and no/100 (\$10,000.00) Dollars, divided into 10,000 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.

VI.

The name and post office address of each of the incorporators, and the number shares of common stock subscribed by each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Harry Hartman	Moyie Springs, Idaho 83845	1

VII.

The number of directors of this corporation shall not be less than three nor more than ten. The number of directors qualifications, terms of office, manner of election, and the powers and duties of the directors shall be further officered by a President, Vice-President, Secretary, and Treasurer, and such other officers as the Board of Directors may direct, all of whom shall be elected by the board of directors and shall hols office and have the powers to be specified in the By-Laws of this Corporation.

VIII.

The names and address and term of office of the first directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM OF OFFICE</u>
James F. Lyons	P.O. Box 368, Bonners Ferry, Idaho 83805	1 Year or until successor is elected
Harry Hartman	Moyie Springs, Idaho 83845	"
Leroy Kelson	P.O. Box 428, Bonners Ferry Idaho 83805	"
George H. Elliott	Box 665, Bonners Ferry, Idaho 83805	"
Douglas I. Bennett	Box 598, Bonners Ferry, Idaho 83805	"
Dave Baker	Star Route 3 Box 324 Bonners Ferry, Idaho 83805	"
Richard Evans	Moyie Springs, Idaho 83845	"
Bob L. Mackey	Box 263, Troy, Montana 59935	"

IX.

Subject to the power of the shareholders to amend, alter, or repeal, the Board of Directors of this Corporation shall have the power to amend such By-Laws defining the powers and duties of the officers in the corporation, and providing for such other matters adjacent to its affairs that they may deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho for these Articles of Incorporation.

X.

An amendment altering the Articles of Incorporation of this corporation, in any respect, may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote, as the law requires.

IN WITNESS WHEREOF, the incorporators have executed this instrument on this 29th day of June, 1983.

Doug Baker

Douglas W. Bennett

George H. Elliott

Darryl Chittman

G. R. K.

Richard L. Evans

David R. Thompson

Mike Turkhouse

[Signature]

[Signature]

STATE OF IDAHO)
) ss.
County of Boundary)

On this 29th day of June, 1983, before me, the undersigned, a notary public in and for said State, personally appeared

DAVE BAKER, DOUGLAS I. BENNETT, GEORGE H. ELLIOTT,
HARRY HARTMAN, LEROY R. KELSON, RICHARD L. EVANS,
DAVID R. THOMPSON, MIKE FUNKHOUSER, JAMES F. LYONS

known to me to be the persons named in and who executed the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first written.



Notary Public for the State of Idaho
Residing at Bonners Ferry
My Comm. Exp: 5-20-85

