

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

C. AND F. JOHNSON, INCORPORATED

was filed in the office of the Secretary of State on the **Twenty-fourth** day of **December**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Pierce

in the County of

Clearwater

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **24th** day of **December**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION
of
C. AND F. JOHNSON, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS:

That, we, the undersigned, natural persons of the age of twenty-one years, or more, and being all citizens of the United States of America, and residents thereof, and residents of the State of Idaho, do hereby voluntarily associate ourselves for the purpose of forming a corporation, in conformity with the laws of the State of Idaho, and for the purposes hereinafter set forth, do hereby adopt Articles of Incorporation as follows:

ARTICLE I

(NAME)

The name of this corporation shall be C. AND F. JOHNSON, INCORPORATED.

ARTICLE II

(LOCATION AND POST OFFICE ADDRESS)

The location and post office address of the registered office of the corporation in the State of Idaho is at Pierce, in the County of Clearwater, State of Idaho.

ARTICLE III

(DURATION)

The term of existence of this corporation shall be perpetual from the date of filing the Articles of Incorporation in the office of the Secretary of State of the State of Idaho.

ARTICLE IV

(PURPOSES)

1. To engage in the general logging and timber

business, including the cutting and sawing, skidding, loading, hauling and sale of logs and forest products of all kinds and to engage in the general lumber, timber, kiln drying, milling, construction material and merchandise business; to manufacture, purchase or otherwise acquire, sell or otherwise dispose of logs, lumber, woods products in processed or unprocessed state, and by-products of wood and building and construction supplies, either at wholesale or retail.

2. To buy and otherwise deal in lands, timber, forest products and the like, and to buy and sell, export, import, lease, exchange and generally deal in all timber and forest products.

3. To buy, sell, export, import, lease, exchange and generally deal in machinery and equipment of all kinds and descriptions, and to act as agents for others for all or any of said purposes.

4. To manufacture, produce or otherwise acquire, to import, export, lease, sell or otherwise dispose of, to alter, repair, improve and generally deal in lumber and logging equipment, saws, sawmills, machinery, trucks, tractors, engines, electrical equipment and other devices of any kind or character for the sawing, cutting, hauling, or removal or processing or sale of logs, lumber and other forms of matter and all types of apparatus of every description incidental to or relating to the foregoing, or to any one or all of them, with all supplies and accessories pertaining thereto, and to any of the foregoing, or any business relating thereto or in any part thereof.

5. To engage in the general hauling, distribution and sale of rock, gravel, sand and other road construction and

covering materials; together with rock and sand excavation, processing, crushing and preparation to sell, deal in, purchase, dispose or otherwise handle all rock, sand, gravel and other road and building products and materials and to carry on and conduct a general contract in common carrier truck hauling or road building or construction business.

6. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description.

7. To make, perform and carry out contracts of every kind and description pertaining to the purposes of this corporation and for any lawful purpose necessary and expedient thereto with any persons, firm, association or corporation. To borrow or raise money without limit as to amounts by negotiable or transferrable instruments or otherwise, to make and perform contracts of every kind and description, and in carrying on its business or for the purpose of attaining or furthering any of its objects and to do every act or acts, thing or things incidental or pertinent thereto, or growing out of, or in connection with, any of the aforesaid objects or purposes, or any part thereof, providing the same is not inconsistent with the laws under which this corporation is organized.

ARTICLE V.

(AMOUNT OF CAPITAL STOCK)

The total authorized number of par value shares of stock is one hundred thousand (100,000). The aggregate par value of the total authorized number of par value shares of stock is

One Hundred Thousand Dollars (\$100,000.00). Each share shall have one (1) vote. Such shares shall be considered common stock and there shall be no preferred stock.

ARTICLE VI

(NAME AND ADDRESS OF INCORPORATORS)

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

Floyd E. Johnson	Pierce, Idaho	25,000 shares
Helen E. Johnson	Pierce, Idaho	25,000 shares
Bertha McGrath Johnson	Orofino, Idaho	50,000 shares

ARTICLE VII

(DIRECTORS)

This corporation shall have three directors, who shall at all times be citizens of the United States of America; the names and residences of said directors who shall manage the business of the corporation until the first shareholders' meeting are:

Floyd E. Johnson	Pierce, Idaho
Helen E. Johnson	Pierce, Idaho
Bertha McGrath Johnson	Orofino, Idaho

ARTICLE VIII

(PROVISION FOR BYLAWS)

The corporation shall be governed by a duly adopted code of bylaws, which bylaws shall not be inconsistent with the provisions of these Articles of Incorporation or inconsistent with the laws of the State of Idaho; a meeting of the corporation shall be held and said bylaws shall be adopted in accordance with the

provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the certificate of incorporation.

ARTICLE IX

(AMENDMENT OF ARTICLES OF INCORPORATION)

These articles of incorporation may be amended by a majority of vote of stock issued at any regular meeting, or at any special meeting called for that purpose by a majority of the board of directors after thirty (30) days' notice to all holders of stock, which notices shall be in conformance with the statutes of the State of Idaho, made and provided therefor.

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators hereinabove named, have hereunto set our hands as of the 19th day of December, 1962.


Floyd E. Johnson


Helen E. Johnson

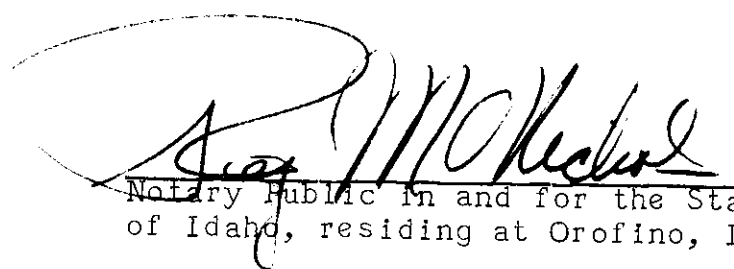

Bertha McGrath Johnson

STATE OF IDAHO)
County of Clearwater) ss.

On this 19th day of December, 1962, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared Floyd E. Johnson, Helen E. Johnson and

Bertha McGrath Johnson, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public in and for the State
of Idaho, residing at Orofino, Idaho.

My commission expires on the 17th
day of October, 1964.