



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

TRI STATE LUMBER SALES COMPANY

was filed in the office of the Secretary of State on the fifteenth day
of April A.D., One Thousand Nine Hundred seventy and
will be
/ duly recorded on ~~Film~~ ~~Microfilm~~ 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
Sanpoint, Idaho in the County of Bonner

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 15th day of April ,
A.D., 1970 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

TRI STATE LUMBER SALES COMPANY

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, H. L. STEVENS, P. S. PSCHIRRRER and S. BRETTING, all of whom are natural persons of full age and citizens of the United States of America have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho. In pursuance thereof, we hereby adopt, sign and acknowledge in triplicate the following:

ARTICLE I.

The name of this corporation is TRI STATE LUMBER SALES COMPANY.

ARTICLE II.

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

- A. General Purposes: To engage in the general business of investing in and dealing in all kinds of property both real and personal without any limitation whatsoever as to the nature, type or kind of investment. Further with no limitation as to the persons, firms or corporations, both public and private, with whom or for whom this business may be accomplished.
- B. Lands: To own, acquire, buy, sell, exchange, lease, mortgage, hold and deal in and improve, lands and leaseholds, and any interest, estate, or rights in real or personal property of every kind and description including but not limited to farms, timber of pasture lands, and residential or commercial properties of every kind, and all improvements which may be placed thereon.
- C. Contracts: To enter into and make and perform and carry out contracts of any kind or description made for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, either public or private, or with any territory or government or agency thereof.
- D. Borrowing: To borrow money; to draw, make, accept, endorse, transfer, assign, execute and issue bonds,

debentures, promissory notes, and other evidences of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage and/or pledge all or any part of the property or assets at any time owned or held by this corporation, upon such terms and conditions as the Board of Directors shall authorize and as may be permitted by law.

- E. Issuing and Dealing in Securities: To acquire, hold, sell, reissue, or cancel any shares of its own capital stock, provided, however, that this corporation may not use any of its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital structure of this corporation, and provided, further, that the shares of its own capital stock belonging to this corporation shall not be all capital stock of this corporation or any securities which it owns may be sold, transferred, issued or reissued, under the conditions just specified, for cash, corporations as the Board of Directors of this corporation may determine.
- F. Acquisition of Other Corporations: To purchase, or otherwise acquire, for cash, services or property, including securities of this corporation, the whole or any part of the property, assets, rights of every kind, nature and description, stocks, bonds, debentures or securities of every kind, the business and good will of any other person, firm, corporation, cooperative, or association, either domestic or foreign, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management and carrying on of such business.
- G. Organization of Subsidiaries: To organize, incorporate, and reorganize subsidiary corporations and joint stock companies and associations for any purpose permitted by law.
- H. Patents: To apply for, obtain, register, purchase, lease, or otherwise acquire any concessions, rights, options, patents, privileges, patent rights and privileges, inventions, improvements and processes, copy-rights, trademarks and trade names, or any right, option or contract in relation thereto, and to perform, carry out and fulfill the terms and conditions thereof, and to develop, maintain, lease, sell, transfer, dispose of, and otherwise deal with the same.
- I. Where Business May be Conducted: To conduct all or any part of its operations and business without restriction or limit as to amount in the State of Idaho, or in any or all other states, territories, districts, colonies, and dependencies of the United States of America, and in any or all foreign countries; and to acquire either by purchase, exchange, lease, hire or otherwise and to own, hold, develop, operate, lease, sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of, or turn to account, and convey, real and personal property of every kind and nature and rights or privileges

therein, in the State of Idaho and in any or all other states, territories, districts, colonies and dependencies of the United States of America and in any or all foreign countries.

- J. Association with Others: To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation.
- K. Operation Under State Law: To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon private corporations formed under the laws under which this corporation is organized or under any law amendatory thereof or supplemental thereto or substituted therefor.
- L. Broad General Powers: The foregoing clauses shall be construed both as objects and powers and are in furtherance of and not in limitation of the general powers conferred by the State of Idaho; and it is expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this corporation, it being the purpose of this charter to empower the corporation to do any and all things to the same extent and as fully as natural persons might do or could do in the State of Idaho, provided that such actions and powers shall be limited to those purposes which are not repugnant to law.

ARTICLE III.

This corporation shall have perpetual existence.

ARTICLE IV.

The location and post office address of the Corporation's registered office in the State of Idaho shall be 218 Cedar Street, Sandpoint, Idaho.

The corporation, however, may maintain branch offices at any place or places required by the business operations of the corporation, either within or without the State of Idaho, at which branch offices meetings of the Board of Directors may be held and business transacted.

ARTICLE V.

The total number of shares of stock which this corporation is authorized to issue shall be 500 shares of Common non-assessable stock having a par value of \$100 per share. The total authorized capital is thus \$50,000.

ARTICLE VI.

The number of directors of this Corporation, who need not be shareholders, shall be not less than three (3) nor more than nine (9). The number, qualifications, terms of office, manner of election, time and place of meeting, and the powers and duties of the directors shall be such as are prescribed by the By-Laws of this corporation.

The names and addresses of the first directors who shall hold office and manage the affairs of the corporation until the first annual meeting of the corporation, which shall be the second Monday in April of each year commencing with the year 1971, or who shall hold office until their successors are elected and qualified are as follows:

H. L. STEVENS	425 Peyton Building, Spokane, Wn.
P. S. PSCHIRER	302 Fidelity Building, Spokane, Wn.
S. BRETTING	302 Fidelity Building, Spokane, Wn.

ARTICLE VII.

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

H. L. STEVENS	425 Peyton Building Spokane, Washington	2 Shares
P. S. PSCHIRER	302 Fidelity Building Spokane, Washington	2 Shares
S. BRETTING	302 Fidelity Building Spokane, Washington	2 Shares

ARTICLE VIII.

The authority to make By-Laws of this corporation is hereby expressly vested in the Board of Directors of this corporation subject to the power of the shareholders to change or repeal such By-Laws.

IN WITNESS WHEREOF, the incorporators have executed this instrument this 14th day of April, 1970.

H. L. Stevens

P. S. Pschirrer

S. Bretting

STATE OF WASHINGTON)
 : ss.
County of Spokane)

On this 14th day of April, 1970, before me, a notary public in and for the said county and state, personally appeared H. L. STEVENS, P. S. PSCHIRRER and S. BRETTING, to me known to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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

Charles L. Hartke
Notary Public in and for the State
of Washington, residing at Spokane

My Commission expires: 2/16/72