

WAIVER OF NOTICE OF MEETING OF DIRECTORS

OF

LANE DUCKS, INC.

We, the undersigned, being all of the Directors named in the Articles of Incorporation of Lane Ducks, Inc., incorporated under the laws of the State of Oregon, do hereby waive notice of the time, place and purpose of the meeting of the Directors of said corporation called by the incorporator for April 29, 1966, at 8 Schockly Pl. 972 Oak St as the time and 972 Oak Street, Eugene, Oregon, as the place of said meeting.

We do hereby waive all the requirements of the statutes of Oregon with respect to the notice of the meeting, and we consent to the transaction of such business as may come before said meeting.

Dated:

Martin Brandenfels
Martin Brandenfels

Sylvanus Smith
Sylvanus Smith

Barbara Merriam
Barbara Merriam

MINUTES OF FIRST MEETING OF BOARD OF DIRECTORS
OF
LANE DUCKS, INC.

The first meeting of the directors named in the Articles of Incorporation of Lane Ducks, Inc. was held on the 29 day of April, 1966, at 972 Oak Street, Eugene, Oregon, pursuant to a call by the incorporator and a written waiver of notice signed by all of the directors.

The following directors, constituting all of the directors named in the Articles of Incorporation, were present: Martin Brandenfels, Sylvanus Smith and Barbara Merriam.

Donald L. Persinger acted as chairman of the meeting and F. M. Webking acted as the secretary of the meeting, and the following action was taken:

The secretary was instructed to cause the Certificate of Incorporation issued by the Corporation Commissioner of the State of Oregon on the 27 day of April, 1966, and the Articles of Incorporation to be inserted in the minute book of the corporation.

The chairman presented a form of bylaws for the government of the corporation, the conduct of its affairs and the management of its property and business.

Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the bylaws submitted at this meeting be and they are hereby adopted as and for the bylaws of the corporation, and the secretary is hereby instructed to cause the same to be inserted in the minute book immediately following the Articles of Incorporation.

The chairman stated that the next business to come before the meeting was the election of officers of the corporation in accordance with the bylaws. Thereupon, the following officers were nominated and unanimously elected to serve as officers of the corporation until the election and qualification of their respective successors:

President	Donald L. Persinger
Vice-President	Sylvanus Smith
Secretary-Treasurer	F. M. Webking

The resignation of Barbara Merriam as director was duly accepted by the board of directors. F. M. Webking was duly nominated and appointed by Donald L. Persinger and Martin Brandenfels as director to finish the unexpired term of Barbara Merriam.

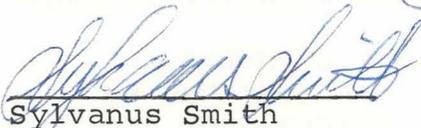
The resignation of Martin Brandenfels as director was accepted by the board and Donald L. Persinger was duly appointed as director to complete the term of Martin Brandenfels.

There being no further business to come before the meeting, the meeting was adjourned.


F. M. Webking - Secretary

ATTEST:


Donald L. Persinger


Sylvanus Smith

DIRECTORS' OATH OF OFFICE

STATE OF OREGON)
) ss.
County of Lane)

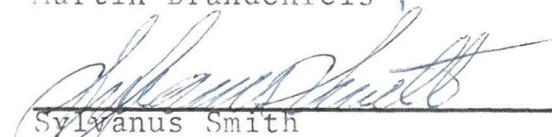
I, MARTIN BRANDENFELS, SYLVANUS SMITH and BARBARA-MERRIAM, each being first duly sworn, depose and say on my oath as follows:

That I am a citizen of the United States of America and one of the initial Board of Directors of LANE DUCKS, INC., a corporation being organized under the laws of the State of Oregon.

That I will faithfully and honestly discharge the duties of a Director of said corporation LANE DUCKS, INC. during the term of my office, so help me God.



Martin Brandenfels



Sylvanus Smith



Barbara Merriam

Subscribed and sworn to before me this _____ day of _____,

19____.

Notary Public for Oregon
My Commission Expires: