

State of Idaho

Department of State

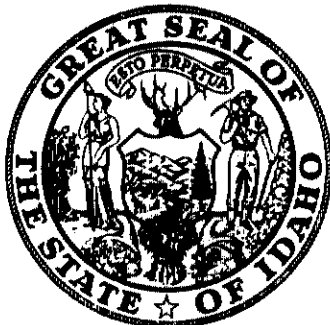
CERTIFICATE OF AUTHORITY
OF

AGRA EARTH & ENVIRONMENTAL, INC.
File number C 106558

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AGRA EARTH & ENVIRONMENTAL, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to AGRA EARTH & ENVIRONMENTAL, INC. to transact business in this State under the name AGRA EARTH & ENVIRONMENTAL, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 6, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation) JUN 6 10 33 AM '94

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is AGRA Earth & Environmental, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is June 1, 1994 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is One East First Street, Reno, Nevada 89501

6. The address to which correspondence should be addressed, if different from that in item 5. 1900-335-8th Avenue S.W., Calgary, Alberta T2P 1C9

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940606 0900 85912 2
CK #: 7635 CUST# 11406
CORP 1@ 140.00= 140.00

AGRA EARTH & ENVIRONMENTAL, INC.

DIRECTORS

NAME	ADDRESS
Alvin R. Zeman	2771 NE Twin Spits Road Hanfville, WA 98340
H. William Pearson	136 Avondale Court Burlington, Ontario L7L 2M8
Charles R. MacFadyen	1320 Sorrento Place Fullerton, CA 92631

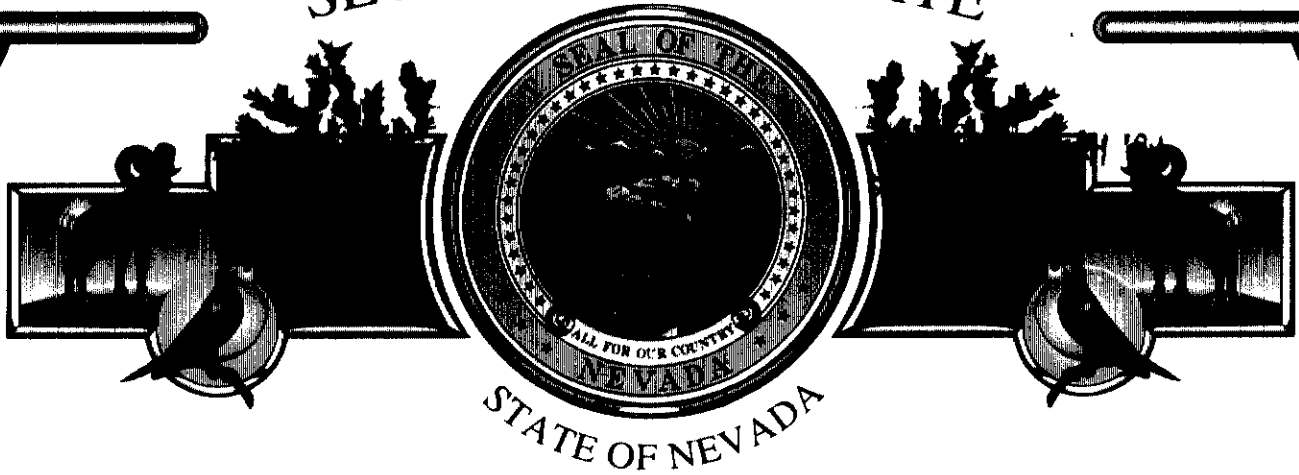
AGRA EARTH & ENVIRONMENTAL, INC.

OFFICERS

NAME	ADDRESS	OFFICE HELD
Alexander Taylor	2026 Mississauga Road Mississauga, Ontario L5H 2K6	Chairman
William A. Slusarchuk	3636 - 1A Street S.W. Calgary, Alberta T2S 1R5	President and Chief Executive Officer
Charles R. MacFadyen	1320 Sorrento Place Fullerton, CA 92631	Senior Vice-President
Alvin R. Zeman	2771 NE Twin Spits Road Hartville, WA 98340	Executive Vice-President
Lawrence A. Hansen	1045 South San Jose, #218 Mesa, AZ 85202	Senior Vice-President
Dugald R. Campbell	10933 Jordan Road Whittier, CA 90603	Vice-President
Brian Constant	4851 Granada Drive Yorba Linda, CA 92686	Vice-President
Jack T. Eagen	24992 Calle Vecinadid Lake Forrest, CA 92630	Vice-President
Stan Madsen	12780 Gibraltar Drive San Diego, CA 92128	Vice-President
David L. Pearson	16800 Clover Court Bakersfield, CA 93312	Vice-President
Terry N. Craven	18989 NE Marine Drive, #47 Portland, OR 97230	Vice-President
Scott C. Gladden	12032 100th Avenue NE #D301 Kirkland, WA 98034	Vice-President
Howard J. Grey	1927 West 13th Avenue Anchorage, AK 99501	Vice-President
Kurt Groesch	6516 NE 198th Street Seattle, WA 98155	Vice-President
Michael Travis	8220 Kip Court Anchorage, AK 99507	Vice-President
Christine Hughes	5615 Princeton NE Seattle, WA 98105	Vice-President
George H. Beckwith	35 East Lamar Road Phoenix, AZ 85012	Vice-President

NAME	ADDRESS	OFFICE HELD
Robert D. Booth	59 Hob Road Los Lunas, NM 87107	Vice-President
Dennis P. Bryan	1339 Kendal Court Sparks, NV 89434	Vice-President
Darrell L. Burrington	Star Route, Box 392 Piacitas, NM 87043	Vice-President
Robert L. Frew	831 West Dahlia Phoenix, AZ 85029	Vice-President
William J. Gordon	3353 Daneborg Cr. Salt Lake City, UT 84121	Vice-President
Emmett F. Irby, Jr.	6805 Canyon Run El Paso, TX 79912	Vice-President
Jeffrey R. Keaton	6344 Senoma Drive Salt Lake City, UT 84121-2244	Vice-President
David A. Kondziolka	8504 Canyon Run N.E. Albuquerque, NM 87111	Vice-President
Richard M. Rickman	5402 East Phelps Road Scottsdale, AZ 85254	Vice-President and Assistant Secretary
Donald R. Van Buskirk	5237 Russell N.W. Albuquerque, NM 87114	Vice-President
James E. Weaver	14438 South 35th Place Phoenix, AZ 85044	Vice-President
B. Dwaine Sergent	6234 North 14th Place Phoenix, AZ 85014	Vice-President
Harinder S. Takhar	2559 Kingforest Drive Mississauga, Ontario L5K 2E5	Executive Vice-President Finance & Administration
Robert G. Dittmer	78 Sunset Way S.E. Calgary, Alberta T2X 3C1	Vice-President and Secretary
F. David Redden	161 Woodpark Court S.W. Calgary, Alberta T2W 6E5	Vice-President
Donald J. McLeod	760 Coach Bluff Crescent S.W. Calgary, Alberta T3H 1A8	Assistant Secretary

SECRETARY OF STATE




CERTIFICATE OF CORPORATE STATUS

I, CHERYL A. LAU, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **AGRA EARTH & ENVIRONMENTAL, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this **FIRST** day of **JUNE**, 1994.


Secretary of State

By 
Deputy