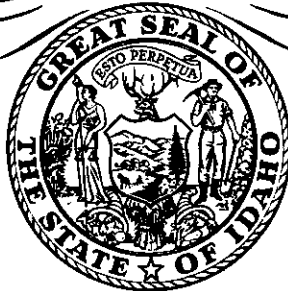


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

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

ASCO BUILDERS INC.

a corporation duly organized and existing under the laws of **Arizona** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Ninth** day of **October** 19 **61**, a properly authenticated copy of its articles of incorporation, and on the **Ninth** day of **October** 19 **61**, a designation of **J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **9th** day of **October**, A.D. 19**61**.

Secretary of State.

STATE OF ARIZONA

Corporation Commission



To all to Whom these Presents shall Come, Greeting:

I, Francis J. Byrnes, _____ SECRETARY OF THE ARIZONA CORPORATION COMMISSION, DO HEREBY CERTIFY THAT the annexed is a true and complete copy of the ARTICLES OF INCORPORATION of the ALLIED STEEL COMPANY, which were filed in the office of the Arizona Corporation Commission on the 24th day of November, 1954, and all AMENDMENTS filed thereto, including name change to ASCO BUILDERS, INC., which was filed on the 13th day of August, 1958, as provided by law.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 2nd DAY OF October 1961 A. D.

Francis J. Byrnes

BY

SECRETARY.

ARTICLES OF INCORPORATION
of
ALLIED STEEL COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, having associated ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be ALLIED STEEL COMPANY, and its principal place of business within the State of Arizona shall be in the City of Phoenix, in the County of Maricopa, in said State, but the Board of Directors may designate other places, either within or without the State of Arizona, where other offices may be established and maintained, and all corporate business transacted.

ARTICLE II.

The names, residences and post office addresses of the incorporators are as follows:

Vernon C. Foster	2216 North 13th Street Phoenix, Arizona
Carl L. Gant	3630 East Elm Dr. Phoenix, Arizona
George T. Coltrin	116 W. Rose Lane Phoenix, Arizona

ARTICLE III.

The general nature of the business in which the corporation shall engage is as follows:

1. To manufacture and fabricate iron, steel, copper, lumber and other materials, and all or any articles or products consisting or partly consisting of iron, steel, wood, copper and other materials;

2. To carry on and conduct a general engineering and contracting business, including therein designing, constructing, enlarging, repairing, removing, remodeling, or otherwise engaging in any work upon any and all classes and types of buildings or structures, roads, highways, manufacturing plants, bridges, piers, docks, mines, shafts, waterworks, railroads, railway structures, and all iron, steel, wood, masonry and earth construction, and to extend and receive any contracts or assignments of contracts therefor, or in relation thereto, or connected therewith, and to manufacture and furnish the building materials and supplies connected therewith.

3. To buy, sell, rent, lease and otherwise deal in all kinds of automobiles, tractors, trucks, motor vehicles, and motor equipment and accessories, parts and appliances thereof, and to act as purchasing and selling agent therefor; to lease, construct, buy or otherwise acquire, own, maintain and operate sales rooms, storage houses, garages, factories, shops and buildings for sale, distribution, storage and repair of motor vehicles and equipment of all kinds.

4. To purchase, contract for or otherwise acquire in any manner, take, hold, own and to sell, lease, rent, mortgage, pledge and otherwise dispose of or encumber, any and all classes of property whatsoever, whether real, personal or mixed, or any interest therein, and to develop, improve, subdivide, cultivate, farm, mine and otherwise work, manage, operate and control the same.

5. To issue such notes, bonds, debentures, contracts or other security or evidences of indebtedness upon such terms and conditions and in such manner and form as may be prescribed or determined by the Board of Directors.

6. To purchase, acquire, own, hold, sell, assign, transfer, mortgage, pledge, or otherwise to acquire, dispose of, hold or deal in the shares of stock, bonds, debentures, notes or other security or evidences of indebtedness of this or any other corporation or association or individual, and to exercise all the rights, powers and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do.

7. To borrow money and to issue bonds, debentures, notes, contracts and other evidences of indebtedness or obligation, and from time to time for any lawful purpose to mortgage, pledge and otherwise charge any or all of its properties, property rights, privileges and assets to secure the payment thereof.

8. To lend or invest its funds, with or without security, upon such terms and conditions as shall be prescribed or determined by the Board of Directors.

9. To engage generally in the real estate business, as broker or otherwise.

10. To act as executor, administrator, trustee, broker, agent or in any other fiduciary or representative capacity.

11. To purchase, own, hold or hypothecate any patent rights, privileges, trademarks or secret processes.

12. To act as surety or guarantor and to underwrite in whole or in part any contract, issue of stocks, bonds, debentures or other securities or other evidences of indebtedness of any other corporation or association, or of any person or persons.

13. To supervise, manage, or otherwise control properties or property rights, and to manage and conduct any business, venture or enterprise for other persons, corporations and associations.

14. To make and perform contracts of every kind and description, to enter into joint adventure and partnership agreements with individuals and other corporations, and in carrying on its business, or for the purpose of attaining and futhering any of its objects, to do any and all things which a natural person might or could do, and which now or hereafter may be authorized by law, and in general to do and perform such acts and things and transact such business in connection with the fore-going objects, not inconsistent with law, as may be necessary and required.

The designation of any object or purpose herein shall not be construed to be a limitation or qualification, or in any manner to limit or restrict the purposes and objects of the corporation.

ARTICLE IV.

The total authorized capital stock of the corporation shall be FORTY-FIVE THOUSAND, FIVE HUNDRED (45,500) SHARES, of which FORTY-FIVE THOUSAND (45,000) SHARES shall be common stock of the par value of TEN DOLLARS (\$10.00) PER SHARE, and FIVE HUNDRED (500) SHARES shall be preferred stock of the par value of ONE HUNDRED DOLLARS (\$100.00) PER SHARE. Such shares of stock shall be paid for at such times as the Board of Directors may designate, and may be paid for in cash, land, or personal property, services, lease or option to purchase, or any other valuable right or thing for the uses and purposes of the corporation; and all shares of stock when issued in exchange therefor shall thereupon and thereby become and be fully paid the same as though paid for in cash at par; and shall be non-assesable forever, and the judgment of the directors as to the value of any property, right or thing acquired in exchange for capital stock shall be conclusive.

Rights of Preferred Stock.

(a) Dividends. The holders of the preferred stock of the corporation shall be entitled to receive out of the surplus or net profits of the corporation, annual dividends at the rate of six per cent (6%) per annum, which shall be cumulative and which shall be payable quarterly on the following dates: February 1st, May 1st, August 1st and November 1st of each year to stockholders of record thirty (30) days preceding such dates. Such dividends shall be payable before any dividends

shall be paid upon or set apart for the common stock of the corporation. The holders of such preferred stock shall not, as such, be entitled to receive any other or further dividends of any kind whatsoever. The preferred stock of the corporation may be called for redemption in whole or in part at any time, and from time to time, as the directors shall determine, at the amount of one hundred five dollars (\$105.00) per share in cash, in addition to dividends accumulated and accrued to the date fixed for the redemption or retirement of such stock. The preferred stock of the corporation to be redeemed or retired shall be selected in such manner as may be determined by the Board of Directors, and such stock may be redeemed or retired at any time provided that at least thirty (30) days' prior written notice thereof has been given to the stockholders of record that the stock is to be redeemed or retired, at the addresses of such stockholders as the same appear on the books of the corporation. Any preferred stock so called for redemption or retirement which shall not be surrendered on or prior to the date fixed for redemption or retirement shall not be entitled to receive, nor shall it receive, any dividends accruing after such date.

(b) Voting Rights. The holders of preferred stock shall be without voting rights, except that if and whenever dividends thereon shall be unpaid to the extent of twelve dollars (\$12.00) per share, or if any reserve requirements shall not have been met, then and thereafter until all past due dividends are fully paid and all reserve requirements have been met, the holders of such preferred stock shall be entitled to and shall have voting control of the corporation, the holders of such preferred stock having one vote for each share so held and the holders of common stock shall have no voting rights during such period of default.

(c) Liquidation Rights. Upon voluntary liquidation of the company, holders of preferred stock shall be entitled to be paid, before any payment shall be made on any junior stock, the amounts they would then be entitled to receive on redemption and upon involuntary liquidation the sum of one hundred dollars (\$100.00) per share, together in each case with a sum equal to all dividends accrued and unpaid thereon. If said sums are not paid in full, the holders of preferred stock share ratably in any distribution of assets.

Restriction on Transfer.

The corporation shall have the right to adopt by-laws giving to the corporation or to the stockholders the preferential right to acquire the shares of stock in this corporation of stockholders desiring to sell or upon the death of any stockholder.

ARTICLE V.

The time of the commencement of the corporation shall be from the date of the issuance to it of the certificate of incorporation by the Arizona Corporation Commission, and it shall endure for the term of twenty-five (25) years thereafter, with the privilege of renewal as provided by law.

ARTICLE VI.

The affairs of the corporation shall be conducted by a Board of Directors and such officers as the Directors may elect or appoint. The officers and directors need not be stockholders of the corporation. The number of directors shall be not less than three (3) nor more than five (5).

Directors shall hold office for one year, or until their successors are elected and qualified and shall be elected by the stockholders of the corporation at the annual meeting thereof to be held at ten o'clock A.M. on the first Monday in February of each year, commencing with the year 1955, which day for holding the annual meeting may be changed by a majority vote of the stockholders.

Until the first annual meeting of the stockholders and until their successors have been elected and qualified, the following named persons shall be directors of the corporation.

Vernon C. Foster
Carl L. Gant
George T. Coltrin

The directors may, in accordance with the by-laws, increase or decrease the number of directors, and in the event of an increase in number prior to the annual meeting, may fill the vacancy or vacancies created thereby.

In futherance, and not in limitation of the powers conferred by law, the Board of Directors is expressly authorized to adopt, amend and rescind by-laws for the corporation, and to fill vacancies in any office or in the Board of Directors resulting from any cause.

ARTICLE VII.

The private property of the stockholders, directors and officers of the corporation shall at all times be exempt from all corporate debts and liabilities whatsoever.

ARTICLE VIII.

The highest amount of indebtedness or liability, direct or contingent, to which the corporation shall at any time subject itself, shall be THREE HUNDRED THIRTY-THREE THOUSAND, THREE HUNDRED THIRTY-THREE DOLLARS (\$333,333.00).

ARTICLE IX.

IRVING A. JENNINGS, whose address is 619 Title & Trust Building, Phoenix, Arizona, and who has been a bona fide resident of the State of Arizona for more than three (3) years last past, is hereby appointed and designated statutory agent of the corporation for the State of Arizona, upon whom service of process may be had.

IN WITNESS WHEREOF, we have hereunto set our hands this 24 day of November, 1954.

VERNON C. FOSTER
CARL L. GANT
GEORGE T. COLTRIN

STATE OF ARIZONA)
County of Maricopa) ss.

On this, the 24 day of November, 1954, before me the undersigned Notary Public, personally appeared VERNON C. FOSTER, CARL L. GANT and GEORGE T. COLTRIN, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

(NOTARIAL SEAL)

MARTHA ETTER
Notary Public

My commission expires:
12-8-54

45845

ARIZONA CORPORATION COMMISSION
INCORPORATING

November 24, 1954

~~1961~~

At 2:45 P. M. at request of
Jennings, Strouss, Salmon & Trask
Title and Trust Building
Phoenix, Arizona
Belle J. Lund
~~SECRETARY~~
PAUL P. TAHY, ACTING SECRETARY

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
ALLIED STEEL COMPANY

This is to certify that a special meeting of the stockholders of Allied Steel Company, an Arizona corporation, was held in Phoenix, Arizona, on the 9th day of July, 1958, written notice of the time, place and purpose of such meeting having been given to all of the stockholders more than thirty days prior to the said meeting; all shares of the capital stock of the corporation were present, and by the unanimous vote of those present, Article I of the Articles of Incorporation was amended to read as follows:

ARTICLE I.

The name of the corporation shall be:

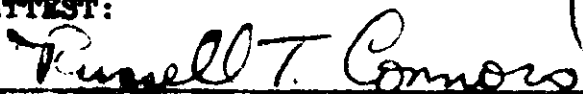
ASCO BUILDERS INC.

IN WITNESS WHEREOF, the undersigned, as president and secretary, respectively, of the said corporation, have hereunto affixed their signatures and the seal of said corporation this 9th day of July, 1958.



John S. Frey, President

ATTEST:



Russell T. Connors, Secretary

STATE OF *California* }
County of *Los Angeles* } ss.

On this the 9th day of July, 1958, before me, the undersigned Notary Public, personally appeared JOHN S. FREY, who acknowledged himself to be the President of ALLIED STEEL COMPANY, an Arizona corporation, and as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

My commission expires: My Commission Expires June 23, 1961

Lucille Day
Notary Public

STATE OF *California* }
County of *Los Angeles* } ss.

On this the 9th day of July, 1958, before me, the undersigned Notary Public, personally appeared RUSSELL T. CONNORS, who acknowledged himself to be the Secretary of ALLIED STEEL COMPANY, an Arizona corporation, and as such Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Secretary.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

My commission expires: My Commission Expires June 23, 1961

Lucille Day
Notary Public

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
ASCO BUILDERS INC.

This is to certify that a special meeting of the stockholders of ASCO BUILDERS INC., an Arizona corporation, was held in Phoenix, Arizona, on the 12th day of November, 1958, written notice of the time, place and purpose of such meeting having been given to all of the stockholders more than thirty days prior to the said meeting; all shares of the capital stock of the corporation were present, and by the unanimous vote of those present, the following sections of the articles of incorporation were amended to read as follows:

ARTICLE IV

The total authorized capital stock of the corporation shall be ONE HUNDRED THOUSAND (100,000) SHARES, of which SEVENTY-FIVE THOUSAND (75,000) SHARES shall be common stock of the par value of TEN DOLLARS (\$10) PER SHARE, and TWENTY-FIVE THOUSAND (25,000) SHARES shall be preferred stock of the par value of TEN DOLLARS (\$10) PER SHARE. Such shares of stock shall be paid for at such times as the board of directors may designate, and may be paid for in cash, land, or personal property, services, lease or option to purchase, or any other valuable right or thing for the uses and purposes of the corporation; and all shares of stock when issued in exchange therefor shall thereupon and thereby become and be fully paid the same as though paid for in cash at par; and shall be nonassessable forever, and the judgment of the

directors as to the value of any property, right or thing acquired in exchange for capital stock shall be conclusive.

Rights of preferred Stock:

(a) Dividends. The holders of the preferred stock of the corporation shall be entitled to receive out of the surplus or net profits of the corporation, annual dividends at the rate of seven per cent (7%) per annum, which shall be cumulative and which shall be payable annually on January 15th of each year to stockholders of record thirty (30) days preceding such date. Such dividends shall be payable before any dividends shall be paid upon or set apart for the common stock of the corporation. The holders of such preferred stock shall not, as such, be entitled to receive any other or further dividends of any kind whatsoever. The preferred stock of the corporation may be called for redemption in whole or in part at any time, and from time to time, as the directors shall determine, at the amount of Ten Dollars (\$10) per share in cash, in addition to dividends accumulated and accrued to the date fixed for the redemption or retirement of such stock. The preferred stock of the corporation to be redeemed or retired shall be selected in such manner as may be determined by the board of directors, and such stock may be redeemed or retired at any time provided that at least ten (10) days' prior written notice thereof has been given to the stockholders of record that the stock is to be redeemed or retired, at the addresses of such stockholders as the same appear on the books of the corporation. Any preferred stock so called for redemption or retirement which shall not be surrendered on or prior to the date fixed for redemption or retirement shall not be entitled to receive, nor shall it receive, any dividends accruing after such date.

(b) Voting Rights. The holders of preferred stock shall be without voting rights, except that if and whenever dividends thereon shall be unpaid for a period of two consecutive years, or if any reserve requirements shall not have been met, then and thereafter until all past due dividends are fully paid and all reserve requirements have been

net, the holders of such preferred stock shall be entitled to and shall have one vote for each five (5) shares so held.

(c) Liquidation Rights. Upon voluntary liquidation of the company, holders of preferred stock shall be entitled to be paid, before any payment shall be made on any junior stock, the amounts they would then be entitled to receive on redemption, and upon involuntary liquidation the sum of Ten Dollars (\$10) per share, together in each case with a sum equal to all dividends accrued and unpaid thereon. If said sums are not paid in full, the holders of preferred stock share ratably in any distribution of assets.

ARTICLE VI

The affairs of the corporation shall be conducted by a board of directors and such officers as the directors may elect or appoint. The officers and directors need not be stockholders of the corporation. The number of directors shall be not less than three (3) nor more than ten (10).

ARTICLE VIII

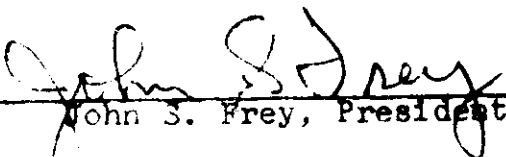
The highest amount of indebtedness or liability, direct or contingent, to which the corporation shall at any time subject itself, shall be Six Hundred Sixty-six Thousand, Six Hundred Sixty-six Dollars (\$666,666).

ARTICLE IX

ROULAND W. HILL, whose address is 1018 Title & Trust Building, Phoenix, Arizona, and who has been a bona fide resident of the State of Arizona for more than three (3) years last past, is hereby appointed and designated statutory agent of the corporation for the State of Arizona, upon whom service of process may be had.

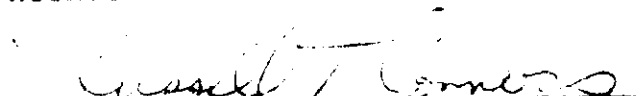
IN WITNESS WHEREOF, the undersigned, as president

and secretary, resp. corporation.
have hereunto affixed their signatures and the seal
of said corporation this 13th day of November, 1958.



John S. Frey, President

ATTEST:



Russell T. Connors, Secretary

STATE OF California }
County of Los Angeles } ss

On this the 13th day of November, 1958, before me, the undersigned Notary Public, personally appeared JOHN S. FREY, who acknowledged himself to be the president of ASCO BUILDERS INC., a corporation, and as such president, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as president.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

My commission expires My Commission Expires June 23, 1961.



Notary Public

STATE OF *California*
County of *Los Angeles* } ss

On this the 13th day of November, 1958, before me, the undersigned Notary Public, personally appeared RUSSELL T. CONNORS, who acknowledged himself to be the secretary of ASCO BUILDERS INC., a corporation, and as such secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as secretary.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

My commission expires My Commission Expires June 23, 1961

Lucille Gray
Notary Public