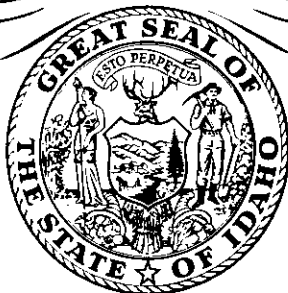


State of Idaho



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

MORRELL CONSTRUCTION COMPANY

was filed in the office of the Secretary of State on the **second** day of **October** A.D. One Thousand Nine Hundred **Fifty-nine** and duly recorded on Film No. **109** 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 **Lewiston,** in the County of **Nes Perce.**

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 **2nd** day of **October**, A.D., 19**59**.

Secretary of State.

ARTICLES OF INCORPORATION

of

MORRELL CONSTRUCTION COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, STEVEN THOMAS, HAZEL MORRELL, and H. N. MATTESON, each of whom is a natural person of full age and a citizen of the United States, do hereby associate ourselves together for the purpose of forming a private corporation under the laws of the State of Idaho, and we do hereby adopt the following articles of incorporation, viz:

Article I.

The name of this corporation shall be

MORRELL CONSTRUCTION COMPANY

Article II.

The purposes for which this corporation is formed are:

To carry on a general contracting and construction business.

To engage in and carry on a general machinery, equipment and hardware business, including the purchase and sale, at wholesale and retail, of all kinds of machinery, equipment and hardware.

To own, lease, purchase and otherwise acquire, hold, own and operate construction machinery, equipment and plants and to engage in construction work of all kinds and nature.

To lease, purchase and otherwise acquire, own and hold manufacturing and equipment plants and manufacturing sites, storage and processing warehouses of all kinds and types.

To engage in the business of a public works contractor and to engage in, contract for and construct roads and roadways, dikes, dams, buildings and other structures, and any and all other types of public and private improvements and to

enter into contracts for said construction with corporations, public and private, and individuals.

To own, rent, buy, sell, lease, construct and maintain and operate construction machinery of all types and construction and warehousing plants of all types and character.

To rent, lease, own, buy, sell and operate automobiles, trucks, tractors and motor vehicles of every kind and nature and to transport persons and property thereon for hire and to let the same for hire.

To acquire and own stock, bonds and securities of other corporations, and while owning the same, to exercise all the privileges of ownership consistent with the corporate character of this company.

To purchase or otherwise acquire, own, use, enjoy, lease, let, demise, sell and dispose of real property and any and all interests therein.

To make and perform contracts of every lawful kind with any person, firm, association or corporation.

To borrow money, to lend money, and to evidence the indebtedness of the company by notes, bonds or other instruments and to secure the same by pledge, mortgage, trust deed or such other instruments as the company may deem proper.

To acquire, own, enjoy, sell and dispose of patents and patent rights, trademarks, copyrights, and licenses and franchises of any and every kind whatsoever.

To do any and all things incidental to the purposes herein expressed, and generally to have and exercise all such powers as are by law conferred upon corporations of like character, and without in any particular limiting any of the character, and without in any particular limiting any of the objects or purposes or powers of the corporation, the business and purposes of the company shall be, from time to time, to do any one or more or all of the acts and things herein set forth and all such other acts, things and business, in any manner connected with, therewith, or necessary, incidental, convenient or auxiliary thereto, or calculated, directly or indirectly, to promote the interests of the corporation or enhance the value of any of its property or rights as such corporation may lawfully do; and in carrying on its business or for the purpose of attaining any of its objects, to do any and all things and exercise any and all other powers not prohibited by law and either, as or by

and through principals, agents, attorneys, trustees, contractors, factors, lessors, lessees or otherwise, either alone or in conjunction with others,

Article III.

This corporation shall exist perpetually.

Article IV.

The number of directors of this corporation shall be three; every director must be the owner of his own right of at least one share of the capital stock of this corporation.

Article V.

The principal place of business of this corporation shall be at Lewiston, Nez Perce County, Idaho, and the mailing address and registered office of this corporation shall be Lewiston, Idaho.

Article VI.

The capital stock of this corporation shall consist of 1,000 shares of the par value of One Hundred (\$100.00) Dollars each.

Article VII.

The amount of capital stock which has actually been subscribed is 500 shares and the following are the names of the subscribers, the post-office addresses and the number of shares subscribed by each as set opposite their respective names as follows, to-wit:

<u>Name</u>	<u>Residence</u>	<u>Number of Shares</u>
Steven Thomas	Lewiston, Idaho	240
Hazel Morrell	Lewiston, Idaho	240
H.N. Matteson	Lewiston, Idaho	20

IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate this 30th day of September, 1959.

Steven Thomas (SEAL)
Hazel Morrell (SEAL)
H.N. Matteson (SEAL)

STATE OF IDAHO)
 : ss
COUNTY OF NEZ PERCE)

On this 30th day of September, 1959, before me, the under-
signed, a Notary Public in and for the State of Idaho, personally appeared
STEVEN THOMAS, HAZEL MORRELL and H.N. MATTESON, known to
me to be the persons whose names are subscribed to the within and fore-
going instrument, and acknowledged to me that they executed the same.

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

Henry G. Sadler
Notary Public in and for the State of
Idaho, residing at Lewiston, therein.