

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

S.W.A.G. ENVIRONMENTAL SERVICES, INC.  
File number C 111135

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 26, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *L. D. Wilson*

# ARTICLES OF INCORPORATION

RECEIVED  
SEC. OF STATE

of

35 JUN 26 1974 01. G. Environmental Services, Inc.

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation.

## ARTICLE I. NAME

The name of the Corporation shall be S.W.A.G. Environmental Services, Inc.

## ARTICLE II. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

## ARTICLE III. PURPOSES AND POWERS

SECTION 1. The purpose for which the Corporation is organized is:

A. The transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, or other law, or by these Articles of Incorporation.

B. The major purpose at the time of incorporation shall be Consulting: Hazardous Materials Training: and Real Estate Environmental Evaluations.

C. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable, or desirable for the furtherance of the corporate objectives expressed above.

SECTION 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purposes, including, but not limited to, the statutory powers specified in appropriate sections of the Idaho Code, and 1950625 0000 and 400431 and supplemented.

IDaho SECRETARY OF STATE  
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#### ARTICLE IV. AUTHORIZED SHARES

SECTION 1. NUMBERS. The aggregate number of share of common stock which the Corporation shall have the authority to issue is one thousand (1,000) shares. The stock shall have no par value.

SECTION 2. DIVIDENDS. The holders of the common stock shall be entitled to receive, when as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of capital stock of the Corporation.

SECTION 3. STOCK NONASSESSABLE. The private property of the shareholders of the Corporation shall not be subject to the payment of Corporate debts to any extent what-so-ever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.

SECTION 4. VOTING POWER. The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

#### ARTICLE V. PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive and preferential rights of the subscription to any shares of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock shall first offer such issue of stock or obligations to the shareholders of the Corporation.

#### ARTICLE VI. REGISTERED OFFICE

The address of the initial registered office of the Corporation is 5016 E. Ustick Rd, #22, Caldwell, Idaho 83605; and the name of its initial Registered Agent is David L. Lowe.

#### ARTICLE VII. BOARD OF DIRECTORS

The number of Directors of the Corporation shall be as specified in the Bylaws. The number of Directors constituting the initial Board of Directors is one (1), and the name and address of the

person who is to serve as Director until the first annual meeting of the shareholders or until their successors are elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
David L. Lowe	5016 E. Ustick Rd. #22, Caldwell, Idaho 83605

DATED this 26 day of June, 1995.

David L. Lowe  
David L. Lowe

STATE OF IDAHO           )  
                                  : ss  
County of Canyon       )

On this the 26<sup>th</sup> day of June, 1995, before me the undersigned Notary Public for the State of Idaho, Personally appeared David L. Lowe, whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL, THE DAY AND YEAR NOTED HEREIN.

Robert Anderson III  
Notary Public for Idaho  
Residing at: Hampton 20  
Commission Expires: 10-9-98