



## Department of State.

### CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

**M.A.T. PAVING & EXCAVATION, INC.**

was filed in the office of the Secretary of State on the **Twenty-second** day of **September** A.D. One Thousand Nine Hundred **Fifty-eight** and duly recorded on Film No. **104** 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

**Twin Falls**

in the County of

**Twin Falls**

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 **22nd** day of **September**, A.D., 19 **58**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
M.A.T. PAVING & EXCAVATION, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons of full age and are citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of the corporation shall be "M.A.T. PAVING & EXCAVATION, INC."

II.

That the purposes for which said corporation is formed are:

1.-To carry on and conduct a general excavating, road and driveway paving and a general construction business, including making estimates for itself and others, and bidding upon, entering into and carrying out contracts for constructing, improving, repairing and maintaining roads, highways, streets, alleys, bridges, sidewalks, ditches, canals, flumes, pipelines, reservoirs, cellars, basements, sewers, buildings, works, or structures of every kind and description whatsoever, and all types of iron, steel, wood, masonry, asphalt and earth construction and installations; to lay out, excavate, grade, pave and otherwise surface roads, highways, streets, alleys, lots, bridges, sidewalks and other courses; to design, construct, enlarge, repair, or demolish buildings, bridges, sewers, culverts, aqueducts, pipelines, basements, cellars, and all types of iron, steel, wood, masonry, asphalt and earth structures; to deal in, furnish, sell and otherwise dispose of sand, gravel, rock, crushed rock, asphalt, oils, steel, iron, wood, lumber, brick, tile and all kinds of materials, building supplies, articles or things incidental to or required for, or useful in connection with any of its business, and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

2.-To purchase, or otherwise acquire, own, hold, sell, improve, lease, mortgage, use and operate real estate, or any interest therein, within the State of Idaho or within any of the several states of the United States, and to erect, manage, care for, maintain, extend, alter,

use and operate buildings and other improvements thereon; to purchase, or otherwise acquire, own, hold, lease, mortgage, sell and otherwise dispose of, hire, use and operate such buildings, structures, machinery, equipment, motor vehicles, or other personal property as may be necessary or convenient for the transaction of its business or to carry out the purposes for which this corporation is formed.

3.-To borrow and lend money and negotiate loans, draw acceptances, make, issue, draw, endorse, discount, buy, sell and deliver conditional sales contracts, bills of exchange, promissory notes, bonds, debentures, coupons and other negotiable instruments, securities, mortgages, and pledge agreements; to issue, subscribe for, take, acquire and hold, sell, exchange and deal in shares of capital stock, including the capital stock issued by it, and bonds, obligations and securities of any government or authority or company; to give any guaranty for the payment of money or performance of any obligation or undertaking incidental or appropriate for the carrying on generally of its business; to enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association or corporation, private, public or municipal or body politic and with the government of the United States or any state, territory or colony thereof or any foreign government.

4.-To create, purchase, own, hold, sell and otherwise acquire or exchange patent rights and inventions and designs, with the right to issue licenses for the same and receive pay therefor.

5.-To organize, join, participate, associate with or become a member of other corporations, associations or organizations having similar purposes and powers to further the interests and business of this corporation or the business and industry in which it is engaged.

6.-To employ executives, managers, engineers, architects, builders, contractors, bookkeepers, salesmen, clerical assistants and any and all employees that may be necessary or convenient to the proper carrying on and conducting of its business, and in carrying on its business, or for the purpose of attaining or furthering any of its objects, to do any and all things which a co-partnership or natural person could do and exercise, and which is now or hereafter may be authorized by law.

7.-To exercise, use and employ the authority specified in Section 30-114, Idaho Code, and to have, exercise, use and employ any and all of the same and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth, both within and without the State of Idaho and within the United States of America, District of Columbia, the territories and colonies of the United States and in foreign countries; and to have one or more corporate or business offices and places of business, within and without said State, said United States of America, District of Columbia, territories and colonies of the United States and in foreign countries.

The statements contained in the several subdivisions numbered 1 to 7 inclusive of this Article shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other subdivision but shall be regarded as independent purposes and powers. The several subdivisions contained in this statement of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this type of corporation by the laws of the State of Idaho, all of which are hereby expressly claimed.

### III.

That the principal place of business, registered office and the location and post office address of the registered office of said corporation shall be Twin Falls, in the County of Twin Falls, State of Idaho.

### IV.

That, subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

### V.

That the number of Directors of said corporation shall be not less than three (3) nor more than five (5), which number of Directors shall be fixed by the By-Laws of the corporation.

### VI.

That the amount of the capital stock of said corporation shall be Twenty Five Thousand Dollars (\$25,000.00), to consist of Two Hundred Fifty (250) shares of common stock of the par value of One Hundred Dollars (\$100.00) each.

# VII.

That the amount of the capital stock of said corporation which has been actually subscribed is Three Thousand Nine Hundred Dollars (\$3,900.00), and the following are the names of the subscribers with their addresses and number of shares subscribed by each:

| <u>NAME:</u>        | <u>ADDRESS:</u>   | <u>SHARES:</u> | <u>PURCHASE PRICE:</u> |
|---------------------|-------------------|----------------|------------------------|
| Delbert W. Milam    | Twin Falls, Idaho | 13             | \$1,300.00             |
| Martin P. Amos      | Twin Falls, Idaho | 13             | \$1,300.00             |
| Ernest R. Tostenson | Twin Falls, Idaho | 13             | \$1,300.00             |

# VIII.

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws, at any meeting of the Board of Directors by a two-thirds affirmative vote of the Board, but the Board of Directors shall not make or alter any By-Law fixing their qualifications, classifications, term of office, or compensation. All By-Laws may be repealed or amended or new By-Laws may be adopted by the stockholders at any annual meeting, or at any special meeting called for that purpose by a majority vote of the issued and outstanding shares of the corporation.

IN WITNESS WHEREOF, We have signed triplicate originals of these Articles of Incorporation this 20th day of September, 1958.

Delbert W. Milam  
Address: Twin Falls, Idaho.

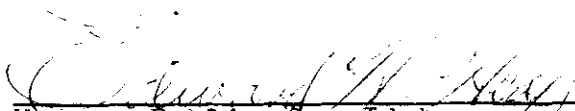
Martin P. Amos  
Address: Twin Falls, Idaho.

Ernest R. Tostenson  
Address: Twin Falls, Idaho.

STATE OF IDAHO,            )  
                                  SS.  
COUNTY OF TWIN FALLS. )

On this 20th day of September, 1958, before me, the undersigned, a Notary Public in and for said State, personally appeared DELBERT W. MILAM, MARTIN P. AMOS and ERNEST R. TOSTENSON, known to me to be the persons whose names are subscribed to the within 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 above written.

  
\_\_\_\_\_  
Notary Public for Idaho,  
Residing at Twin Falls, Idaho.

My Commission expires:

November 23, 1959