

State of Idaho

Department of State

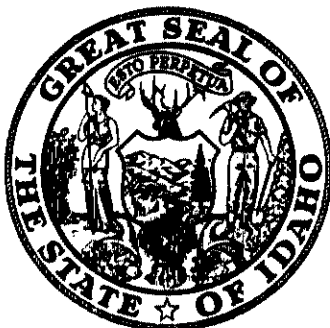
CERTIFICATE OF INCORPORATION OF

STERLING ENTERPRISES, INC.

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: February 19, 1993



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]* *[Signature]*

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ARTICLES OF INCORPORATION
OF
STERLING ENTERPRISES, INC.

Articles 1

ARTICLES OF INCORPORATION
OF
STERLING ENTERPRISES, INC.

THIS IS TO CERTIFY that we, the undersigned, hereby incorporate pursuant to the Laws of the State of Idaho providing for the formation of corporations for profit, for the purposes and with the powers hereinafter stated.

I

The name of this corporation is:

STERLING ENTERPRISES, INC.

II

The general nature and purpose of this corporation shall be the operation of a heavy construction contracting business (specializing in road-building) and the performance of any and all activities generally associated therewith; and also the transaction of any or all other lawful business for which corporations may be incorporated under the Laws of the United States and the State of Idaho.

The closest Standard Industrial Classification (S.I.C.) Code List Category would be Division C, Construction, 1611, "Highway and Street Construction, Exc. Elevated Highway".

III

The existence of this corporation is to be perpetual.

Articles 2

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CK #: 106 CUST# 1
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IV

The Principal Office of this corporation shall be located at:

6875 Hickey Road

Sandpoint, Idaho 83864

and branch offices may be located in other places as may be designated from time to time.

V

The amount of capital with which this corporation shall commence business shall be no less than Five Hundred Dollars (\$500.00).

VI

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of No Par common stock.

VII

Each holder of common stock of this corporation shall be entitled to One (1) vote for each share of common stock held.

VIII

Initially, this corporation shall have Two (2) directors. The number of directors may be increased or decreased from time to time.

IX

The names and mailing addresses of the incorporators and initial directors of this corporation are:

Sterling and Cheryl Rink
6875 Hickey Road
Sandpoint, Idaho 83864

X

The business of this corporation and the conduct of its affairs shall be managed by its common shareholders. This provision shall be binding upon all common shareholders, their transferees and assigns; it shall be valid only so long as the corporation's shares are not generally traded in the markets maintained by securities dealers or brokers.

XI

This corporation reserves the right to alter, amend, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by Idaho Statutes, and all rights conferred upon stockholders of the corporation are granted subject to this reservation.

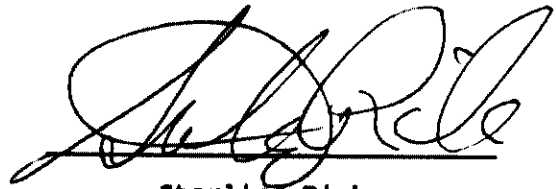
XII

The name and street address of the Registered Agent of this corporation, the address to which the Corporation Division may mail notices, is:

Cheryl Rink, Registered Agent
Sterling Enterprises, Inc.
6875 Hickey Road
Sandpoint, Idaho 83864

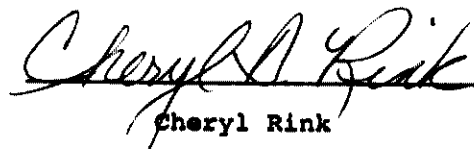
WE, THE UNDERSIGNED, being the original incorporators hereinabove named, for the purpose of forming a corporation to do business both within and without the State

of Idaho, do make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring that the facts herein stated are true, and accordingly have hereunto set our hands and seals as of this 1st day of February, 1993.

A handwritten signature in cursive script, appearing to read 'Sterling Rink', written over a horizontal line.

Sterling Rink

(Incorporator)

A handwritten signature in cursive script, appearing to read 'Cheryl Rink', written over a horizontal line.

Cheryl Rink

(Incorporator)