

ARTICLES OF INCORPORATION

FILED

OF

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BKD, INC.

CLERK OF DISTRICT COURT

The undersigned, acting as Incorporator of a corporation under the "Idaho Business Corporation Act," adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is BKD, Inc.

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

The purposes for which said corporation is organized are the operation of a construction business and the transaction of any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act".

ARTICLE IV

The total number of shares of stock which the corporation has authority to issue is 100 shares without par value, all of one class.

ARTICLE V

The address of the initial registered office of the corporation shall be 105 S. Main St., Bellevue, Idaho 83313, and the mailing address of said office shall be P.O. Box 3600, Ketchum, Idaho, 83340, and the name of its initial registered agent at such address shall be Bryan Dilworth.

IDAHO SECRETARY OF STATE
12/29/1999 09:00
CK: 2248 CT: 12794 BH: 277143

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ARTICLE VI

The number of Directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until his successor is elected and shall qualify is Bryan Dilworth.

The name and address of the Incorporator hereof is:

Bryan Dilworth
P.O. Box 3600
Ketchum, Idaho 83340

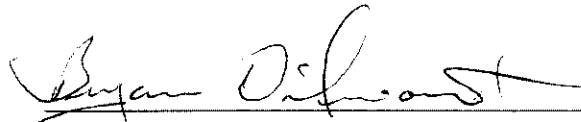
ARTICLE VII

The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

ARTICLE VIII

No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

DATED this 28th day of December, 1999.

A handwritten signature in cursive script, appearing to read "Bryan Dilworth", is written over a horizontal line.

BRYAN DILWORTH

Incorporator