

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

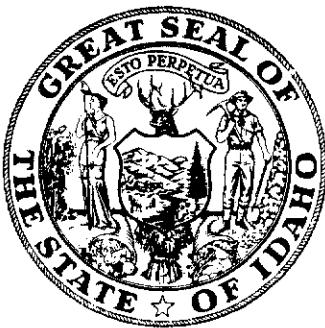
SHELDON COBURN CONSTRUCTION, INC.

File number C 118502

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: March 3, 1997



Pete T. Cenarrusa  
SECRETARY OF STATE

By

A handwritten signature of Pete T. Cenarrusa, which appears to be "Pete T. Cenarrusa" followed by a stylized signature of "D. W. Smith".

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DX #: 1320 QL57# 77422  
0900 68846 2  
DATE 03/03/1997  
IDaho SECRETARY OF STATE

*Articles of Incorporation  
of  
Sheldon Coburn Construction, Inc.*

WE, THE UNDERSIGNED natural persons of the age of twenty-one years or more, acting as Incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this Corporation is: SHELDON COBURN CONSTRUCTION, INC.

ARTICLE II: DURATION

The period of duration of this Corporation is perpetual.

ARTICLE III: PURPOSES

The purposes for which this Corporation is organized is to engage in the business of general building and construction of homes and commercial buildings; and doing all things and engaging in all lawful transactions which a corporation organized under the laws of the State of Idaho might do or engage in, even though not expressly stated herein.

ARTICLE IV: SHARES OF STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares of no par value stock. There shall be one class of common stock which shall have the same

rights and preferences. Fully-paid shares of this Corporation shall not be liable to any further call or assessment.

ARTICLE V: AMENDMENT

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each such amendment.

ARTICLE VI: SHAREHOLDER RIGHTS

The authorized and treasury shares of this Corporation may be issued at such time, upon such terms and conditions and for such consideration as the Board of Directors shall determine.

ARTICLE VII: CAPITALIZATION

The Corporation will not commence business until consideration of a value of at least \$1,000.00 has been received for the issuance of shares.

ARTICLE VIII: INITIAL OFFICE AND AGENT

The address of this Corporation's initial registered office and the name of its initial registered agent at such address is:

Sheldon S. Coburn  
9313 North Hwy. 34  
Preston, Idaho 83263

ARTICLE IX: DIRECTORS

The number of Directors consisting the initial Board of Directors of this Corporation is two (2). The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and qualify, are:

<u>NAME</u>	<u>ADDRESS</u>
Sheldon S. Coburn	9313 North Hwy. 34 Preston, Idaho 83263
Marianne S. Coburn	9313 North Hwy. 34 Preston, Idaho 83263

ARTICLE X: LIMITATION OF DIRECTOR LIABILITY

The personal liability of a director, to the corporation or its stockholders, for monetary damages for breach of fiduciary duty as a director, is eliminated to the full extent provided for by Idaho Code Section 30-1-54 (2).

ARTICLE XI: INCORPORATORS

The number of Incorporators are two (2) and the names and addresses of the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Sheldon S. Coburn	9313 North Hwy. 34 Preston, Idaho 83263
Marianne S. Coburn	9313 North Hwy. 34 Preston, Idaho 83263

DATED this 27<sup>th</sup> day of February, 1997.

INCORPORATORS

Sheldon S. Coburn  
SHELDON S. COBURN

Marianne S. Coburn  
MARIANNE S. COBURN

STATE OF IDAHO                    )  
                                      )  
                                      ss.  
COUNTY OF FRANKLIN              )

On this 27<sup>th</sup> day of February, 1997, before me, a Notary Public in and for said State, personally appeared Sheldon S. Coburn and Marianne S. Coburn, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

John R. McLean  
NOTARY PUBLIC  
Residing at: Preston, Idaho  
My Commission Expires: 11-16-97