

State of Idaho

Department of State

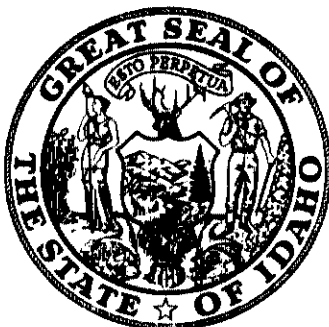
CERTIFICATE OF INCORPORATION OF

DA-LIN ENTERPRIZES, 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: October 29, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By 

ARTICLES OF INCORPORATION
OF

OCT 29 3 58 PM '93
SECRETARY OF STATE

DA⁴₂-³₂LIN ENTERPRIZES, INC.

The undersigned persons of the age of twenty-one years or more, as incorporators of a corporation thereafter referred to as "corporation" under the provisions of the Idaho Business Corporation Act, thereafter referred to as the "Act", adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is Da-Lin Enterprizes, Inc.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The objects and purposes for which this corporation is formed are: as principal, agent or otherwise, to do in any part of the world any and all things hereinafter set forth to the same extent as natural persons might or could do in furtherance thereof, but not in limitation of the general powers conferred by the laws of the State of Idaho.

We expressly provide that this Corporation shall have power to:

A. Engage in the business of general building construction and contracting, and to acquire or operate, lease and dispose of alike business, and to hold permits as are expedient to conduct said business.

B. Have the purpose of buying, selling, jobbing, or otherwise dealing in, either wholesale or retail, both on its own account or as agent for other persons or corporations on commission or otherwise, real property and personal property of all types and descriptions.

C. Process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials and fixtures of all kinds and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

D. Engage in, conduct and carry on, as principals, agents, or any capacity whatever, the business of dismantlers and excavators, including the construction, erecting, enlarging, extending, altering, repairing, completing, dismantling, removing, wrecking, or otherwise engaging in any work upon any and all kinds of property both real and personal, wheresoever situated.

E. Engage in the rental, loan and lease of automobiles, trucks, tractors, trailers, and without limitation, all types of motor vehicles, and in connection therewith, to purchase and sell motor vehicles and equipment, vehicle parts, articles and accessories, and to perform repairs and services in connection with the leasing, loaning, or rental of such vehicles, and to acquire, hold and own any and all licenses, permits, and franchises necessary or useful in connection with the business.

F. Engage in the business of warehousing, moving, and storage of property and do all acts necessary to carry on said business.

G. Receive, acquire, hold, purchase, dispose of, convey, mortgage, and/or lease real and personal properties; to dispose of, sell, lease, sign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the Corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and

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deal in shares, bonds, securities and debentures and other evidences of indebtedness, of its own and of other corporations, domestic and/or foreign.

H. Conduct business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries, and to have one or more offices and places of business out of this state, and to acquire, receive, hold, purchase, lease, mortgage, dispose of, and/or convey real and personal property situate out of this state.

I. Enter into, make, perform, and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with a any person, firm, association, corporation, municipality, state, government, or any subdivision, district or department thereof.

J. Carry on any lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the Corporation or to enhance the value of its properties and to have and exercise all right, powers, and privileges which are now or may hereafter be conferred by the state of Idaho upon corporations; and to execute from time to time general or special powers of attorney to persons, firms, associations, or corporations and to revoke same as and when the Board of Directors may determine; and to do any or all of the things herein set forth to the same extent as natural persons might or could do.

K. Retain any and all of the rights, powers, privileges or restrictions in these Articles of Incorporation granted and contained, conferred or imposed may be enlarged, amended, altered, changed in any manner and to any extent, or repealed by Articles of Amendment made, executed, authorized by the law of the state of Idaho.

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L. Do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient, or auxiliary to any of the objects hereinbefore enumerated, or calculated, directly or indirectly to promote the interest of the corporation and to carry on its purposes, or for the purposes of attaining or furthering in any of its businesses.

M. Lend money and negotiate loans; to draw, accept, endorse, discount, sell and deliver bills of exchange, promissory notes, bonds, obligations, securities of any government or authority or company; to form, promote, subsidize and assist companies, firms, and partnerships of all kinds; to act as surety and guarantor in any and all types of engagements, including the power to execute, endorse and deliver contracts and to guarantee the prompt and faithful performance and payment of debts, notes, agreements, contracts and the undertaking of any other person, firm, partnership or corporation; and including also the power to act as an accommodation co-maker or guarantor of obligations either as primary or secondary obligator; to enter into any arrangements with any authorities, municipal, local or otherwise conducive to the company's objects or any of them, and to obtain from any such government authority any rights, privileges and concessions which the company may think is desirable to obtain, to carry out, and exercise/comply with such arrangements, right, privileges, and concessions. Generally to carry on and undertake any business, undertaking, transaction, or operation commonly carried on or calculated directly or indirectly to enhance the value of, or render profitable, any of the Corporation's property or rights.

N. Assert that the several clauses contained in this statement

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of purpose shall be construed, as to both purposes and powers, and the statements contained in each clause shall, except where otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE IV

The address of the registered office of the Corporation is 9555 West State Street; Boise, Idaho, 83703. The name of the registered agent at that address is Dale Esly Adams.

ARTICLE V

The Corporation will not commence business until the consideration has been received for the initial capital stock subscriptions.

Article VI

Section 1. Authorized Shares. The total authorized capital stock of the Corporation shall be divided into one hundred (100) shares of common stock with a par value of one dollar (\$1.00) per share.

Section 2. Stock Non-assessable. The private property of the stockholders of the Corporation shall not be subject to the payment of corporate debts of any extent whatsoever.

Section 3. Code of By-laws. The initial By-laws of the Corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the By-laws, or to adopt new By-laws, shall be vested in Board of Directors. The By-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the Act of, or these, Articles of Incorporation.

ARTICLE VIII

Section 1. Initial Board of Directors. The initial Board of Directors shall consist of the two (2) incorporators hereinafter named in Article XI of these Articles of Incorporation, which directors shall serve until the first election of directors.

Section 2. Number of Directors. The number of directors of the Corporation shall be two (2), unless and until otherwise determined by vote of a majority of the entire Board of Directors. The number of Directors shall not be less than two, unless all of the outstanding shares are owned beneficially and of record by less than two shareholders, in which event the number of directors shall not be less than the number of shareholders permitted by statute.

ARTICLE IX

No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the Corporation, and no act of the Corporation shall in any way be affected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors of or officers of, such other corporation and Director individually, or any firm of which a director may be a member, may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he/she or such firm is so interested, shall be disclosed or shall have been known to the Board of Directors; and any Director of the Corporation who is also a Director of or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors

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of the Corporation which shall authorize any such contract or transaction with like force and effect as if here were not such Director or officer of such other corporation or not so interested.

ARTICLE X

After the initial subscription of shares as indicated by signed subscription agreements, of the Corporation's authorized shares have been issued, each holder of shares in this Corporation shall have the first right to purchase shares of this Corporation that may for time to time be issued whether or not presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receipt of notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him/her to exercise his/her pre-emptive rights.

ARTICLE XI

The names of the incorporators and the number of shares subscribed by each are as follows:

Dale E. Adams	P.O. Box 15441 Boise, Idaho 83715	Fifty shares
Linda G. Clarke	9555 West State Street Boise, Idaho 83703	Fifty Shares

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IN WITNESS WHEREOF, we have hereunto set our hands and seals this

29 day of October 1993.

Linda Clarke

Dale E Adams

State of Idaho Idaho) S.S.

County of ADA)

On this 29 day of October, in the year of 1993, before me

Kevin Mills, a notary public, personally appeared

Linda & Dale Adams-Clarke personally known to me to be the person(s)

whose name(s) is (are) subscribed to the within instrument, and acknowledged to me that he (she) (they) executed the same.

Kevin Mills

Notary Public

My commission Expires on 3/15/1999.

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