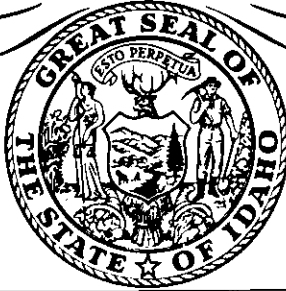


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

D & M CONSTRUCTION INC.

was filed in the office of the Secretary of State on the SECOND day of APRIL A.D., One Thousand Nine Hundred SEVENTY-FIVE and will be duly recorded on ~~Film~~ Microfilm 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 Boise, Idaho in the County of Ada

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 2nd day of April, A.D., 1975.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
D & M CONSTRUCTION INC.

KNOW ALL MEN BY THESE PRESENTS: That WE, the undersigned, being three or more natural persons of full age, at least two-thirds of whom are citizens of the United States or of its territories or possessions do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and we hereby certify:

I.

The corporate name of this corporation shall be D & M CONSTRUCTION INC.

II.

The purposes and objects for which said corporation is formed are as follows:

a. To act as a general contractor for the construction, repairing and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

b. To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build construct, erect, occupy, and manage

buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

c. To buy or otherwise acquire real estate, and to subdivide, plat, and sell the same, and generally to buy, sell, and deal in real and personal property of every kind and description in such manner, and upon such terms as the Board of Directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

d. To borrow money for the purposes of this corporation, to issue bonds, notes and debentures and other evidences of indebtedness therefor, and to secure the same by mortgage or pledge of personal property, including the income of said corporation, or by mortgage of real property, executed in trust or otherwise. All or any portion of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

e. To build any or all buildings or structures necessary or convenient for the conduct of the business of said corporation or to acquire the same by purchase, lease or otherwise.

f. To purchase, lease or otherwise acquire, in whole or in part, the business, good-will, rights, franchises and property of every kind, and to take over the whole or any part of the assets or liabilities of any person, firm, association or corporation

engaged in or authorized to be conducted by this corporation, or owning property necessary or suitable for its purposes and to pay for the same in cash, in the stock or bonds of this corporation, or otherwise, to hold or in any manner dispose of the whole or any part of the business or property so acquired, and to exercise all the powers necessary or incidental to the conduct of such business.

g. To exercise generally the powers customarily exercised by business corporation, and particularly the powers provided by the laws of the State of Idaho, referring especially to Section 30-114 of the Idaho Code, in any State of the United States and throughout the world.

h. To carry on any other business, or to do anything in connection with the objects and purposes above mentioned that may be necessary or proper to accomplish successfully or promote the said objects and purposes. The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the power of the corporation to do any of the things within the purview of its general purposes.

III.

This corporation shall have a perpetual existence.

IV.

The place where the principal business of this corporation shall be transacted and the post office address of its registered office shall be the City of Boise, Ada County, Idaho.

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V.

The amount of the capital stock of said corporation shall be FIFTY THOUSAND DOLLARS (\$50,000.00) divided into FIVE HUNDRED (500) shares of common stock of the par value of ONE HUNDRED DOLLARS (\$100.00) each.

VI.

The name and post office address of each of the incorporators and the number of shares of stock subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
DIRK L. MARCUM	6179 Latigo Drive Boise, Idaho	1
CHARLES A. BLACK	6179 Latigo Drive Boise, Idaho	1
BONNIE J. BLACK	6179 Latigo Drive Boise, Idaho	1

VII.

The Board of Directors shall consist of four Directors, but this number may be increased or decreased from time to time as may be provided for in the By-laws of said corporation.

VIII.

The Board of Directors by a majority vote shall have the power to repeal and amend the code of By-laws and to adopt a new code of by-laws.

IX.

The personal property of the stockholders of this corporation shall not be liable for the debts of this corporation.

IN WITNESS WHEREOF, WE have hereunto set our hands this 1st

Day of April, 1975.

Dirk L. Marcum
Bonnie J. Black

STATE OF IDAHO

ss.

County of Ada

On this 1st day of April, 1975, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared DIRK L. MARCUM, CHARLES A. BLACK, and BONNIE J. BLACK, known to me to be the persons whose names are subscribed to the foregoing 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.

(Seal)

Jack C. Riddlemoser
Notary Public for Idaho
Residing at Meridian