

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

SHOWALTER CONSTRUCTION COMPANY

File number C 113149

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: December 27, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Sabel*

DEC 27 8 39 AM '95

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**

**OF**

**SHOWALTER CONSTRUCTION COMPANY**

IDAHO SECRETARY OF STATE  
DATE 12/27/1995 0900 23260  
CK #: 2826 DIST# 22535  
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We, the undersigned, desiring to form a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE ONE**

**NAME**

The name of the corporation is SHOWALTER CONSTRUCTION COMPANY.

**ARTICLE TWO**

**PURPOSE**

The purpose of the corporation is to engage in the business of earth moving, excavating, land leveling, site development and related construction activities.

**ARTICLE THREE**

**DURATION**

The period of the duration of this corporation is perpetual.

**ARTICLE FOUR**

**REGISTERED OFFICE AND AGENT**

The address of the corporation's registered office is Route 1, Box 858, Marsing, Idaho 83639. The initial registered agent at such address is BRION G. SHOWALTER.

## **ARTICLE FIVE**

### **STOCK**

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock without par value.

## **ARTICLE SIX**

### **RESTRICTION ON TRANSFER OF SHARES**

No transfer of share ownership shall be valid without the prior written consent of a majority of the ownership of outstanding shares.

## **ARTICLE SEVEN**

### **DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is two, and 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 shall qualify are:

Brion G. Showalter  
Route 1, Box 858  
Marsing, ID 83639

Suzan D. Showalter  
Route 1, Box 858  
Marsing, ID 83639

## **ARTICLE EIGHT**

### **INCORPORATORS**

The name and street address of each incorporator is:

BRION G. SHOWALTER

Route 1, Box 858  
Marsing, ID 83639

SUZAN D. SHOWALTER

Route 1, Box 858  
Marsing, ID 83639

IN WITNESS WHEREOF, We have hereunto set our hands this 26  
day of December, 1995.

Brion G. Showalter  
BRION G. SHOWALTER

Suzan D. Showalter  
SUZAN D. SHOWALTER

STATE OF IDAHO            )  
                              : ss.  
County of Canyon        )

On this 26 day of December, 1995, before me, the under-  
signed, a Notary Public in and for said State, personally appeared  
BRION G. SHOWALTER and SUZAN D. SHOWALTER, known to me to be the  
persons who executed the foregoing ARTICLES OF INCORPORATION 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.

Re  
Notary Public for Idaho  
Residing at Caldwell  
My Commission Expires: 4/1/00

(Seal)