

# State of Idaho

## Department of State

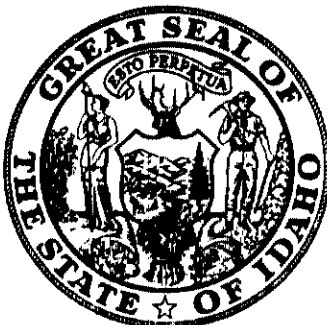
### CERTIFICATE OF INCORPORATION OF

MJ'S BACKHOE AND EXCAVATION, INC.  
File number C 106402

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: May 23, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Seibel*

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ARTICLES OF INCORPORATION  
OF

MJ'S BACKHOE AND EXCAVATION, INC.

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons of full age, citizens of the United States of America, and residents of the State of Idaho, have this day come together for the purpose of forming a Corporation, for the purpose hereinafter stated.

ARTICLE I.

The name of this Corporation shall be:

MJ'S BACKHOE AND EXCAVATION, INC.

ARTICLE II

The duration of this Corporation shall be perpetual.

ARTICLE III

The location and address of the registered office of this Corporation in the State of Idaho shall be 889 Cow Horse Drive, Kuna, Idaho 83634. The registered agent is Tina Apostolou, whose address is 889 Cow Horse Drive, Kuna, Idaho, 83634.

ARTICLE IV

The purposes for which this corporation is formed are as follows:

(a) To engage in all facets of the excavation industry and the doing of any other business and contracting work incidental to or connected with such work.

(b) The foregoing purposes and activities will be interpreted as examples only, and not as limitations.

SECRETARY OF STATE  
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Nothing therein shall be deemed as prohibiting the Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

#### **ARTICLE V**

In accordance with the By-Laws of the Corporation no more than 25,000 shares of common stock are authorized to be issued, such stock to have a par value of \$1.00 per share. The appropriate officers of the Corporation are authorized to take all actions deemed by them necessary to carry out the issuance and revocation of stock to the shareholders according to the plan set forth in the By-Laws of the Corporation.

#### **ARTICLE VI**

The private property of the members of the Corporation shall be exempt from execution for the debts of the Corporation, and no member shall be individually liable or responsible for any debts or liabilities of the Corporation.

#### **ARTICLE VII**

The business of this Corporation shall be managed and conducted by a Board of at least two (2) Directors and shall be fixed by the Board of Directors for the terms and on the conditions prescribed by the By-Laws of the Corporation. The names and addresses of the Directors who shall manage the affairs and business of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
James M. Apostolou (also known as Mike)	889 Cow Horse Drive Kuna, Idaho 83634
Tina M. Apostolou (wife of James)	889 Cow Horse Drive Kuna, Idaho 83634

#### ARTICLE VII

The Corporation, according to the rules and regulations of the By-Laws of the Corporation, shall have an officer(s) consisting of a President, a Secretary, and a Treasurer. The names of the officers are:

##### President

<u>NAME</u>	<u>ADDRESS</u>
James M. Apostolou (also known as Mike)	889 Cow Horse Drive Kuna, Idaho 83634

##### Treasurer

Tina M. Apostolou	889 Cow Horse Drive Kuna, Idaho 83634
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##### Secretary

Tina M. Apostolou	889 Cow Horse Drive Kuna, Idaho 83634
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#### ARTICLE IX

The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, by the affirmative vote of two-thirds of the members present at such meeting, at any annual meeting of the Directors, or at any meeting duly called for that purpose;

provided, that a quorum, as specified in the By-Laws of the Corporation or the laws of the State of Idaho, be present.

#### **ARTICLE X**

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The Board of Directors of this Corporation may meet and transact the business of this Corporation either at the principal place of business herein designated or at such other place within or without the State of Idaho as may be designated by resolution of the Board of Directors.

#### **ARTICLE XI**


The fiscal year of the Corporation shall begin on the 1st day of January and end on the 31st day of December of each year.


The Board of Directors may from time to time declare, and the Corporation may pay, dividend checks in the manner and upon the terms and conditions provided by law and upon that which is set forth in the Corporation By-Laws.

#### **ARTICLE XII**

Upon dissolution of the Corporation, its remaining assets, if any, shall be dispersed to the shareholders of the Corporation.

IN WITNESS WHEREOF, we, as incorporators, and each of us, having filed an application for membership, have hereunto set our hands this 1st day of June, 1994.

  
James M. Apostolou  
889 Cow Horse Drive  
Kuna, Idaho 83634

  
Tina M. Apostolou  
889 Cow Horse Drive  
Kuna, Idaho 83634