

# State of Idaho

## Department of State

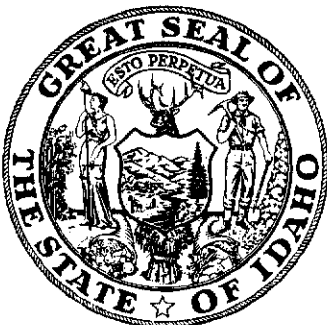
### CERTIFICATE OF INCORPORATION OF

RIGHT-WAY CONTRACTING, INC.  
File number C 113047

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 19, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Sible*

Dec 19 8 30 AM '95  
SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**

**OF**

**RIGHT-WAY CONTRACTING, INC.**

IDAHO SECRETARY OF STATE  
DATE: 12/19/1995 0900 23225  
CK # 1726 CUST# 25037  
CORP  
100.00= 100.00

#: C

The undersigned persons, in order to form a corporation pursuant to the Idaho General Business Corporations Act (Idaho Code, § 30-1-1 et seq.) certify as follows:

**ARTICLE I.**

The name of this Corporation is: **RIGHT-WAY CONTRACTING, INC.**

**ARTICLE II.**

The period of existence and duration of the life of the Corporation shall be perpetual.

**ARTICLE III.**

The purposes and objects for which this Corporation is formed, and the general powers which this Corporation may exercise, are as follow:

(a) To carry on and conduct the business of construction contracting, and related business activities; and

(b) To transact any and all lawful business for which a corporation may be incorporated in the State of Idaho under the General Business Corporations Act, I.C. § 30-1-1 et seq., and to exercise any and all such corporate powers provided by said Act.

**ARTICLE IV.**

Section 1. This Corporation shall be authorized to issue one class of shares of stock, to be designated "common stock". The total number of shares of stock which this Corporation shall be authorized to issue is 1000 shares of no par value stock.

Section 2. The stock of this Corporation shall be non-assessable; and the private property of the shareholders in this Corporation shall not be liable for the debts, obligations or liabilities of this Corporation, to the extent permitted by law.

#### ARTICLE V.

Section 1. The location and post office address of the initial registered office of the Corporation in the State of Idaho shall be: 436 Adeline Street, P.O. Box 382, Hansen, Idaho 83334.

Section 2. The registered agent of this Corporation at this address shall be: MIKE J. McAHREN.

#### ARTICLE VI.

Section 1. The number of directors constituting the initial Board of Directors shall be two (2).

Section 2. The names and addresses of the initial directors are as follows, to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify:

<u>NAME</u>	<u>ADDRESS</u>
1. Mike J. McAhren	436 Adeline Street, P. O. Box 382 Hansen, ID 83334
2. Devone L. McAhren	436 Adeline Street, P. O. Box 382 Hansen, ID 83334

#### ARTICLE VII.

The names and address of the incorporators of this corporation and the number of shares of common stock subscribed by each of these incorporators are as follow:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
1. Mike J. McAhren	436 Adeline Street P. O. Box 382 Hansen, ID 83334	50
2. Devon L. McAhren	436 Adeline Street P. O. Box 382 Hansen, ID 83334	50

#### ARTICLE VIII.

The number of directors of this corporation shall be as provided in the By-Laws.

#### ARTICLE IX.

The personal liability of a director to the Corporation and its stockholders for monetary damages for breach of fiduciary duty as a director shall be limited or eliminated to the extent permitted by the Idaho General Business Corporations Act.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation this 15 day of December, 1995.


Mike McAhren  
MIKE J. McAHREN

Devone McAhren  
DEVONE L. McAHREN

STATE OF IDAHO       )  
                                  : ss.  
County of Twin Falls    )

On this 15 day of December, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared MIKE J. McAHREN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.


IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this instrument first above written.

  
NOTARY PUBLIC FOR IDAHO  
Residing at: Twin Falls  
Commission Expires: 8/9/97

STATE OF IDAHO       )  
                                  : ss.  
County of Twin Falls    )

On this 15 day of December, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared DEVONE L. McAHREN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this instrument first above written.

  
NOTARY PUBLIC FOR IDAHO  
Residing at: Twin Falls  
Commission Expires: 8/9/97