

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

2005 AUG 11 AM 8:45

YARYAN CONSTRUCTION INC

SECRETARY OF STATE  
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, For the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is

YARYAN CONSTRUCTION INC

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects of which the corporation is organized Include the transaction of any or all lawful business for which Corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: 100. Such shares are to consist of one class only. The par value of each of such shares shall be no par value, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

IDAHO SECRETARY OF STATE  
08/11/2005 05:00  
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FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and referential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

11455 East Nunn

Athol, ID 83801

The name of the corporation's initial registered agent at such Address is: Donald Roger Yaryan.

EIGHTH

The number of directors constituting the initial Board of Directors is: Two (2).

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME Donald Roger Yaryan.

ADDRESS 11455 East Nunn, Athol ID 83801

NAME Jack Hummell

ADDRESS 4337 Meade, Shasta Lake, CA 96019

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NINTH

The names and addresses of all incorporators are:

NAME Donald Roger Yaryan

ADDRESS 11455 East Nunn, Athol, ID 83801

NAME Jack Hummel

ADDRESS 4337 Meade, Shasta, CA 96019

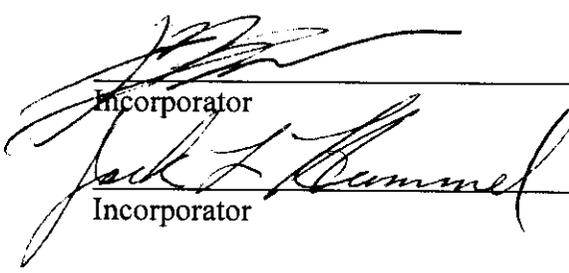
NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s) and seal(s) this 27<sup>th</sup> day of July, 2005.

  
\_\_\_\_\_  
Incorporator

\_\_\_\_\_  
Incorporator

\_\_\_\_\_  
Incorporator

STATE OF IDAHO

County of Kootenai

}  
}  
}

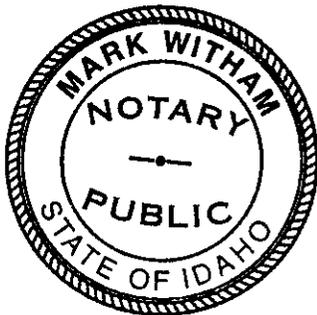
On this 29<sup>th</sup> day of July, 2005.

Before me, the undersigned, a Notary Public in and for said state,  
personally appeared

Donald Roger Yaryan

known to me to be the person (s) whose name (s) is/are subscribed  
to the within and foregoing instrument, and acknowledged to me  
that (t) he (y) executed the same, and that (t) he (y) was/were (a)  
person (s) of lawful age and citizen (s) of the United States of  
America.

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



Mark Witham  
Notary Public for the State of Idaho

Residing at : Hayden

My commission expires: 8-22-2008

STATE OF California }  
County of Shasta }

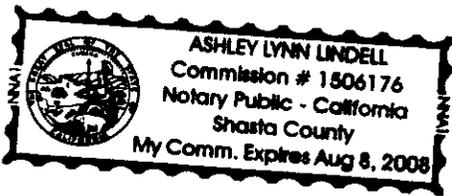
On this 27<sup>th</sup> day of July, 2005.

Before me, the undersigned, a Notary Public in and for said state,  
personally appeared

Jack Hummel

known to me to be the person (s) whose name (s) is/are subscribed  
to the within and foregoing instrument, and acknowledged to me  
that (t) he (y) executed the same, and that (t) he (y) was/were (a)  
person (s) of lawful age and citizen (s) of the United States of  
America.

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



Ashley Lynn Lindell  
Notary Public for the State of California

Residing at : Shasta County

My commission expires: 8-8-08

RESOLUTION ADOPTED BY INCORPORATOR

of

YARYAN CONSTRUCTION, INC., INC.

The undersigned, being the sole incorporator of the corporation, hereby adopts the following resolutions:

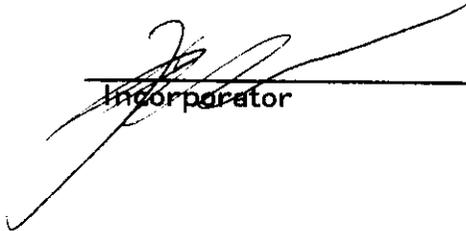
(1) RESOLVED, that a copy of the Certificate of Incorporation of the corporation, together with the original receipt showing payment of the statutory organization fee, be inserted in the Minute Book of the corporation.

(2) RESOLVED, that the form of first By-Laws submitted to the meeting be, and the same hereby are, adopted as and for the By-Laws of the corporation, and that a copy thereof be placed in the minute book of the corporation directly following the Certificate of Incorporation.

(3) RESOLVED, that the following individual be, and hereby is, appointed as the sole director of the corporation, to serve until the first annual meeting of the shareholders, and until his successors are elected and qualify:

DONALD ROGER YARYAN

DATED: July 29-2005

  
\_\_\_\_\_  
Incorporator