



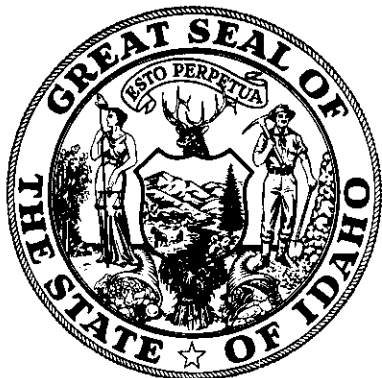
**CERTIFICATE OF INCORPORATION
OF**

COFFLAND, BROWN, AND KOLLER, INC.

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: **June 17, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

COFFLAND, BROWN, AND KOLLER, INC.

WE, THE UNDERSIGNED, being natural persons of full age, and citizens of the United States of America, have this day voluntarily associated ourselves for the purpose of forming a corporation pursuant to Idaho Code Title 54, Chapter 12, Section 54-1235, for the purpose of rendering professional civil engineering and surveying services and allied professional services. We adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of the corporation shall be COFFLAND, BROWN, AND KOLLER, INC.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes and Powers

The corporation is formed for the purpose of rendering professional civil engineering and surveying services and allied professional services, and for the purpose of investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, and owning

such real and personal property as is necessary for the rendering of the foregoing-described services, to the extent permitted by the professional service corporation act.

This corporation shall have the power to do such acts as are necessary to accomplish said purposes, except as may be prohibited.

ARTICLE IV

Principal Office

The address of the initial registered office and the principal office of the corporation is 2005 Ironwood Parkway, Suite 125, Coeur d'Alene, Idaho, 83814.

ARTICLE V

Name of Registered Agent

The name of the initial registered agent for this corporation at the address set forth in ARTICLE IV above is Edward G. Coffland.

ARTICLE VI

Incorporators

The name and mailing address of each incorporator is:

Edward G. Coffland	1070 N. First, Coeur d'Alene, Idaho 83814
Krista M. Brown	3210 N. 17th, Coeur d'Alene, Idaho 83814
Thomas M. Koller	P.O. Box 453, Blanchard, Idaho 83804

ARTICLE VII

Directors

The corporation shall be governed by a board consisting of no less than one (1) and no more than five (5) directors. Directors shall be stockholders in the corporation and shall be elected by the stockholders.

The number of Directors constituting the initial Board of Directors is three (3). Those incorporators whose names and mailing addresses are set forth in the preceeding ARTICLE VI shall serve as directors until their successors are elected and qualified.

ARTICLE VIII

Capitalization

The aggregate number of shares of stock that the corporation is authorized to issue is one hundred thousand shares (100,000) which shares shall be common stock having a par value of \$1.00 per share. Stock shall not be issued to any person who under the laws of the State of Idaho is ineligible to be a shareholder of such corporation.

The corporation's Board of Directors or its shareholders may adopt bylaws restraining the alienation of shares of this corporation and providing for the purchase or redemption by this corporation of its shares; provided, however, such provisions dealing with the purchase or redemption by the corporation of its shares may not be invoked at a time or in a manner that would impair the capital of the corporation.

IN WITNESS WHEREOF, the undersigned incorporators have
executed these Articles of Incorporation at COEUR D'ALENE,
Idaho, on the 31st day of MAY, 1985.

Edward G. Coffland
EDWARD G. COFFLAND

Krista M. Brown
KRISTA M. BROWN

Thomas M. Koller
THOMAS M. KOLLER

STATE OF I D A H O)
):ss:
County of Kootenai)

On this 31 day of May, 1985, before me
a Notary Public in and for the State of Idaho personally
appeared EDWARD G. COFFLAND, KRISTA M. BROWN, and THOMAS M.
KOLLER, 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.

K. Andrew J. Smith
NOTARY PUBLIC in and for the State
of IDAHO, residing at Post
Falls therein.