

# State of Idaho

## Department of State

### CERTIFICATE OF DISSOLUTION OF

MCCARTER AND TULLER, INC.

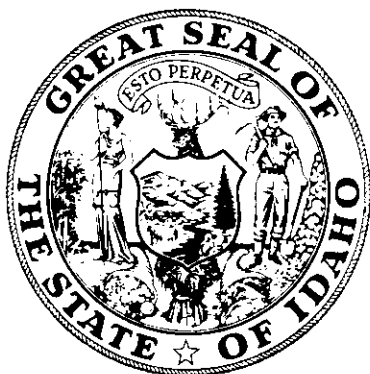
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of \_\_\_\_\_

MCCARTER AND TULLER, INC.

duly signed and verified 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated April 9, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*M. Richards*

Corporation Clerk

ARTICLES OF DISSOLUTION

OF

APR 9 12 22 PM '91

MCCARTER AND TULLER, INC. SECRETARY OF STATE

William H. Tuller, Jr. and Donald C. McCarter, being respectively the President and Secretary of McCarter and Tuller, Inc., an Idaho corporation ("Corporation"), do hereby certify that:

1. The name of the Corporation is McCarter and Tuller, Inc.

2. The mailing address of the Corporation is 1324 Candleridge Drive, Boise, Idaho 83712.

3. The names and addresses of the last officers and directors of the Corporation are:

William H. Tuller, Jr.	President and Director 8511 Vincent Street Boise, Idaho 83709
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Donald C. McCarter	Secretary and Director 1324 Candleridge Drive Boise, Idaho 83712
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Glen T. Smith	Director 610 West Columbia Road Meridian, Idaho 83641
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B. Kay McCarter	Vice President 1324 Candleridge Drive Boise, Idaho 83712
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Anna J. Tuller	Treasurer 8511 Vincent Street Boise, Idaho 83709
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4. All notices required pursuant to Idaho Code, section 30-1-87, have been given.

5. All debts, obligations and liabilities of the Corporation have been paid and discharged.

6. All property and assets of the Corporation have been distributed to the shareholders of the Corporation.

7. There are no suits pending against the Corporation in any court.

8. The Corporation hereby elects to dissolve.

Dissolution of the Corporation has received the unanimous written consent of the shareholders of the Corporation and is expressly authorized pursuant to that certain Consent of Shareholders to Dissolution dated February 28, 1991, a true and correct copy of which is attached hereto as Exhibit A.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed this 15th day of March, 1991.

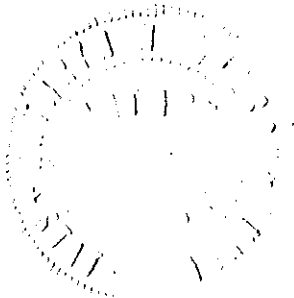
McCarter and Tuller, Inc.,  
an Idaho corporation

By: William H. Tuller, Jr.  
William H. Tuller, Jr.  
President

By: Donald C. McCarter  
Donald C. McCarter  
Secretary

STATE OF IDAHO )  
 ) ss.  
County of Ada )

I, KATHRYN M. WILSON, a notary public, do hereby certify that on this 15<sup>TH</sup> day of March, 1991, personally appeared before me William H. Tuller, Jr., and Donald C. McCarter, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of McCarter and Tuller, Inc., that they signed the foregoing document as President and Secretary of such corporation, and that the statements therein contained are true.




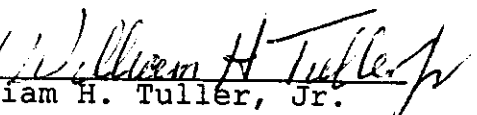
Kathryn M. Wilson  
Notary Public for Idaho  
Residing at BOISE, Idaho  
My Commission Expires: 2/18/92

CONSENT OF SHAREHOLDERS TO DISSOLUTION

We, the undersigned, being all of the shareholders of McCarter and Tuller, Inc., an Idaho corporation ("Corporation"), do hereby consent to the voluntary dissolution of the Corporation pursuant to section 30-1-83 of the Idaho Business Corporation Act. Execution of this Consent of Shareholders to Dissolution by the undersigned constitutes full and complete authority to dissolve the Corporation.

IN WITNESS WHEREOF, this Consent of Shareholders to Dissolution has been executed this 28th day of February, 1991.

/s/   
Donald C. McCarter

/s/   
William H. Tuller, Jr.

/s/   
Glen T. Smith