

Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

CANTRELL CONSTRUCTION, INC.

was filed in the office of the Secretary of State on **November 24th**, 19 **78**
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Mountain Home, Idaho** in the county of **Elmore**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the State.

Done at Boise City, The Capital of Idaho, this **24th**
day of **November**, A.D., 19 **78**.

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

ARTICLES OF INCORPORATION
OF
CANTRELL CONSTRUCTION, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being three natural persons of full age and being all citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of the State of Idaho, do hereby adopt the following articles of incorporation, to-wit:

I

NAME

The name of this corporation shall be CANTRELL CONSTRUCTION, INC.

II

PURPOSES AND POWERS

The purposes for which this corporation is formed and the powers that it shall have are as follows:

(a) To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper or convenient for or incidental to the furtherance or the carrying out of the purposes or powers herein mentioned.

(b) To engage in the general speculative home building business, including the erection of homes, flats, and apartments; to operate a contracting business; to purchase, own, hold and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide the same into subdivisions or lots; to loan money upon real property

and to accept secured and unsecured notes as collateral for the same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property development; to invest in and hold for investment any and all real property, shares of stocks, bonds, government, private or corporate; and to engage in and enter into agreements of exchange of one parcel of real property for another parcel of real property.

(c) To enter into, make, perform and carry out contracts of every kind or nature with any person, firm or corporation, both municipal and private;

(d) To institute, enter into, carry on, assist, promote and participate in financial, commercial or industrial or other businesses or works, enterprises and operations of all types and descriptions;

(e) To acquire and pay for in cash, stock or bonds of the corporation or otherwise the good will, rights and assets and property and to undertake to assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation; to sell, dispose of, lease, assign, transfer, mortgage and convey the rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, vote, sell, pledge or otherwise dispose of and deal in shares, bonds, securities, debentures and other evidence of indebtedness of other corporations, domestic or foreign;

(f) To make, draw, accept, endorse, transact, execute and issue promissory notes, bonds, bills of exchange, debentures and other negotiable instruments;

(g) In furtherance of the purposes of the corporation, to incur debt and raise, borrow and secure the payment of money in any lawful manner, including the issuance and sale or other disposition of stocks, bonds, debentures, obligations, negotiable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise;

(h) To carry on any other business which may seem to the corporation capable of being financially carried on in connection with its business or calculated, directly or indirectly, to enhance the value or render profitable any of the corporation's property or rights;

(i) To perform any part of its business inside or outside of the State of Idaho and to do all things set forth herein to the same extent and as fully to all intents and purposes as a natural person might or could do;

(j) To purchase, hold, sell and transfer the shares of its own capital stock; provided, however, that it shall not use its funds and property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly;

(k) To conduct business in this state, other states, the District of Columbia and in foreign countries and to have one or more offices and places of business inside or outside of this state and to acquire, receive, hold, purchase, mortgage, dispose of and convey real or personal property located inside or outside the State of Idaho;

(l) In general, to carry on any other business in connection with the foregoing and to have and exercise all rights and powers

conferred by the laws of the State of Idaho upon corporations and to do all acts necessary or expedient to accomplish the purposes herein enumerated.

The provisions and the clauses contained in this article are to be construed both as purposes and powers and shall, except when otherwise expressed in this article, be in no way limited or restricted by reference to any inference from the terms of any other clause of this, or any other, article of these articles, but each of the purposes and powers specified in this article shall be regarded as independent purposes and powers; and the specifications herein contained of particular powers is not intended to be, and shall not be held to be, in limitation of the general powers herein contained, or in limitation of powers granted to corporations under the laws of the State of Idaho, but is intended to be, and shall be held to be, in furtherance thereof.

III

DURATION

The period of existence and duration of this corporation shall be perpetual.

IV

REGISTERED OFFICE

The location of the principal place of business and registered office of the corporation and the post office address of the corporation shall be 335 West 15th South, Mountain Home, Idaho 83647. The name of the registered agent at the above address shall be J. C. Cantrell.

V

CAPITAL STOCK

The amount of its capital stock shall be \$25,000, to consist of 25,000 shares of common stock of the par value of

\$1.00 per share. No distinction shall exist between the shares of the corporation and all such shares shall have the same rights in the corporation. All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services or any other right or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid the same as though paid for in cash at par, and the board of directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock. No assessments or calls shall be made upon fully-paid capital stock.

VI

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

NAME	POST OFFICE ADDRESS	NO. OF SHARES
J. C. CANTRELL	P.O. Box 418 Mountain Home, Idaho 83647	1
THELMA CANTRELL	P.O. Box 418 Mountain Home, Idaho 83647	1
CARLA JEAN MILLER	c/o Mayfield Stage Boise, Idaho 83706	1

VII

GOVERNING BODY

The governing body of this corporation shall consist of a board of three directors, who shall be elected annually as provided by the by-laws. The number of the board of directors may be changed from time to time as prescribed by the by-laws, but shall be not less than three nor more than seven. The names and post office addresses of those who are selected to act as directors until the first annual election are as follows:

NAME	POST OFFICE ADDRESS
J. C. Cantrell	P.O. Box 418 Mountain Home, Idaho 83647
Thelma Cantrell	P.O. Box 418 Mountain Home, Idaho 83647
Carla Jean Miller	c/o Mayfield Stage Boise, Idaho 83706


VIII

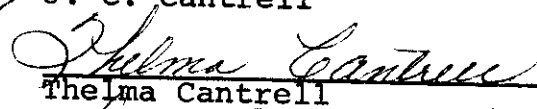
POWERS OF THE BOARD OF DIRECTORS

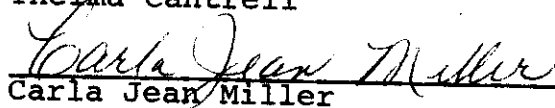
In addition to other powers, the board of directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed mortgages, liens or other encumbrances on the real and personal property of the corporation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore mentioned, for the purpose of forming a corporation to do business both within and outside of the State of Idaho, and pursuant to the laws of the State of Idaho, do make and file these articles of incorporation and we respectively agree to take the number of shares of stock hereinbefore set opposite our respective names.

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Mountain Home, County of Elmore, State of Idaho, this 21st day of November, 1978.


J. C. Cantrell


Thelma Cantrell



Carla Jean Miller

STATE OF IDAHO,)
) ss.
COUNTY OF ELMORE,)

On this 21st day of November, in the year 1978, before me, the undersigned, a Notary Public in and for said State, personally

appeared J. C. CANTRELL and THELMA CANTRELL, husband and wife,
and CARLA JEAN MILLER, 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.



Notary Public for Idaho,
Residing at Mountain Home, Idaho.