

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

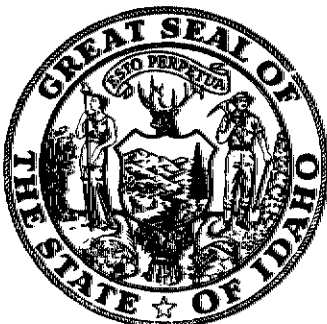
STACY CARLEY CONSTRUCTION, INC.

File number C 108578

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 15, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Ara Seibel*

**ARTICLES OF INCORPORATION**  
**FOR**  
**STACY CARLEY CONSTRUCTION, INC.**

DEC 15 12 10 PM '94  
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, have this day voluntarily associated myself for the purpose of forming a corporation under the laws of the State of Idaho, and I hereby certify that:

**FIRST**

The name of this corporation shall be Stacy Carley Construction, Inc.

**SECOND**

This corporation is a common stock corporation.

**THIRD**

The period of duration for Stacy Carley Construction, Inc. shall be perpetual.

**FOURTH**

The purpose and objects for which this corporation is formed are for all lawful business purposes.

**FIFTH**

That the location and post office address of the initial registered office of this corporation in the State of Idaho, and its initial registered agent shall be as follows:

Registered Office: 702 W. Idaho Street, Suite 310  
Boise, Idaho 83702

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Registered Agent: William H. Thomas  
Attorney at Law  
P. O. Box 2188  
702 W. Idaho, Suite 310  
Boise, Idaho 83701

#### **SIXTH**

That the capital stock of this corporation shall consist of 100 shares of common stock, having a par value of \$1.00 per share and an aggregate par value of \$100.00; each of the shares shall be non-assessable when fully paid for.

The capital stock of this corporation shall not be divided into classes, but shall consist of one class only, that being common stock; that each share of stock shall be entitled to one vote in all matters wherein the shareholders of this corporation shall be entitled to vote, and each share shall in all respects be equal to every other share.

Capital stock shall be transferred only in accordance with such rules and regulations as are established by the by-laws of the corporation, and all restrictions relative to the transfer of shares of stock of the corporation shall be noted on the stock certificate issued by the corporation.

#### **SEVENTH**

That the name and address of the incorporator, and the number of shares of the capital stock of this corporation described in the preceding paragraph, subscribed to him is as follows:

| <u>Name</u>  | <u>Address</u>                            | <u>No. of Shares</u> |
|--------------|---|----------------------|
| Stacy Carley | 397 Crestview Place<br>Eagle, Idaho 83616 | 100                  |

#### EIGHTH

That the right and power to adopt, repeal, alter, rescind, and amend the by-laws of this corporation and to adopt new by-laws is hereby expressly conferred upon the Board of Directors of this corporation as provided by Title 30 of the Idaho Code.

#### NINTH

That there shall be one member of the initial Board of Directors whose name and address is as follows:

| <u>Name</u>  | <u>Address</u>                            |
|--------------|---|
| Stacy Carley | 397 Crestview Place<br>Eagle, Idaho 83616 |

At any or any time after the first regular meeting of the Board of Directors, the members may increase at any regular or special meeting by a majority of the members providing a quorum is present.

#### TENTH

Amendment to these Articles shall require a simple majority of the outstanding stock, except where expressly provided otherwise.

IN WITNESS WHEREOF, I have hereunto set my hand this 14th day of December, 1994.

Stacy L Carley 12-14-94  
STACY CARLEY