

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

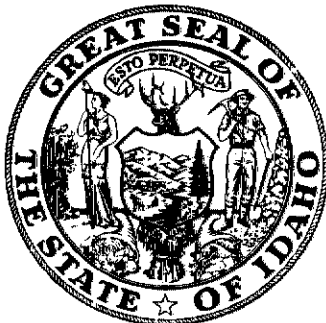
ASPEN ENVIRONMENTAL SERVICES, INC.

File number C 108491

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 6, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Wm. S. [Signature]*

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ARTICLES OF INCORPORATION
OF
ASPEN ENVIRONMENTAL SERVICES, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is Aspen Environmental Services, Inc.
2. DURATION: The period of it's duration is perpetual.
3. PROFIT: This is a profit corporation.
4. PURPOSES: The purpose or purposes for which the corporation is organized is for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
5. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1000) shares of no par value common stock.
6. PRE-EMPTIVE RIGHTS: Shareholders shall have pre-emptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
7. BUSINESS AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By-laws, including restrictions on the transfer of shares.
8. REGISTERED AGENT AND OFFICE: The initial registered is:

Gary Kershaw
200 South Main Suite N
Pocatello, Idaho 83204

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9. BOARD OF DIRECTORS: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Gary Kershaw	P.O. Box 1353 Pocatello, ID 83204
Roy Pasley	P.O. Box 2773 Pocatello, ID 83202

10. INCORPORATORS: The name and addresses of each incorporator are:

Gary Kershaw
P.O. Box 1353
Pocatello, Idaho 83204

Dated this 28th day of November, 1994.



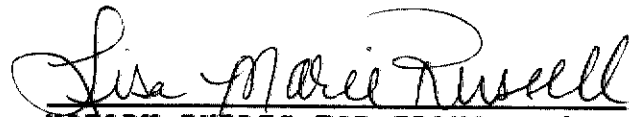
Gary Kershaw

STATE OF IDAHO)
 :SS
County of Bannock)

On this 20 day of November, 1994, before me, the undersigned, Notary Public in and for said State, personally appeared Gary Kershaw, known to me to be the person whose name is subscribed to foregoing and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

(SEAL)


NOTARY PUBLIC FOR IDAHO
Residing at: 7976 Pocatello
My commission expires: 1996