

# ARTICLES OF INCORPORATION

OF

A & I WELL DRILLING, INC.

97 DEC 31 AM 8:45

SECRETARY OF STATE  
STATE OF IDAHO

97 DEC 31 AM 11:55  
SECRETARY OF STATE  
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5B, do hereby certify as follows:

I.

The name of the corporation is A & I Well Drilling, Inc.

II.

The purposes for which said corporation is formed are:

1. To conduct the business of well drilling, welding, and similar services; to buy sell use and generally deal in pipes, pumps and appropriate equipment for such services.

2. To purchase and acquire all necessary equipment, supplies and necessary vehicles to accomplish the foregoing.

3. To purchase and acquire real property, develop and improve same.

4. In general, to do any and all things necessary and incidental to conducting the above described well drilling business.

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SECRETARY OF STATE  
STATE OF IDAHO

IDAHO SECRETARY OF STATE

12/22/1997 09:00  
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### III.

This corporation shall have the power, authority and capacity as follows:

(a) It shall have capacity to act possessed by natural persons, but it shall have authority to perform only such acts as are necessary or proper to accomplish its purposes and which are not repugnant to law;

(b) Without limiting or enlarging the grant of authority contained in subdivision 1, Section 30-114, Idaho Code, it is hereby provided that such corporation shall have authority:

1. To have succession by its corporate name for the time stated in its articles of incorporation, and when no period is limited, perpetually;
2. To sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;
3. To have and use a corporate seal which may be altered at pleasure;
4. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other

corporations, domestic or foreign.

5. To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation;

6. To make by-laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock, and optionally to provide penalties for the breach thereof not exceeding twenty dollars for any one offense.

7. To issue shares and admit shareholders, and to sell their shares for the payment of assessments or installments;

8. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation.

9. To conduct business in this state and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property situate out of this state, provided such powers are included within the objects set forth in its articles of incorporation.

10. To do all acts as are necessary and expedient to accomplish its stated purposes.

#### IV.

The corporation is to have perpetual existence.

V.

The location and post office address of the registered office of the corporation is Post Office Box 178, Inkom, Bannock County, Idaho 83245.

VI.

The capital stock of the corporation shall be \$100,000., divided into 1000. shares of common stock of the par value of \$100.00 each.

VII.

The registered agent of the corporation is Harriette L. Adams. Her address is Post Office Box 178, Inkom, Idaho 83245.

VIII.

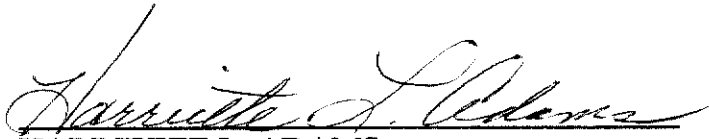
The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

Harriette L. Adams	P. O. Box 178, Inkom, ID 83245	1 share
Kenneth O. Iverson	Rt 2 Box 162, Pocatello, ID 83202	1 share
Thomas E. Adams	412 South Hayes Ave, Emmette, ID 83617	1 share

The above-named incorporators also comprise the Board of Directors of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 8<sup>th</sup> day of

Sept., 1997.

  
HARRIETTE L. ADAMS

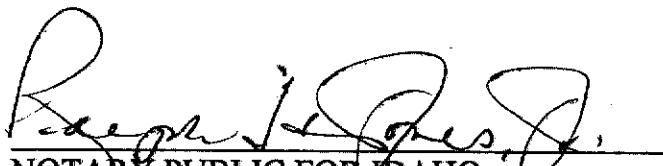
  
KENNETH O. IVERSON

  
THOMAS E. ADAMS

STATE OF IDAHO )

County of Bannock )

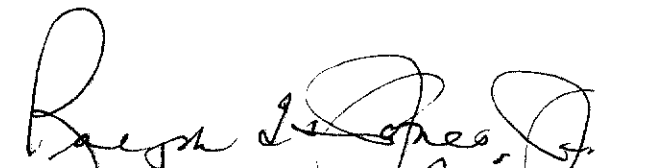
On this 8<sup>th</sup> day of September, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared Harriette L. Adams and Thomas E. Adams, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

  
NOTARY PUBLIC FOR IDAHO  
Residing at Pocatello, Idaho  
My Commission Expires: 1-15-99

STATE OF Idaho )

County of Bannock )

On this 10<sup>th</sup> day of Oct., 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared Kenneth O. Iverson, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

  
NOTARY PUBLIC FOR Idaho  
Residing at Pocatello, Idaho  
My Commission Expires: 1-15-99