

ARTICLES OF INCORPORATION

OF

CARR CONSTRUCTION, INC.

FILED

JAN 8 4 29 PM '98

SECRETARY OF STATE
STATE OF IDAHO

1. Name. The name of the corporation is CARR CONSTRUCTION, INC.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be 100,000 at no par value, all of which shall be common voting stock.
3. Registered office and agent. The registered office of the corporation is 24 S. Cole Road, Boise, Idaho 83709 and its registered agent at that address is Thomas R. Carr.
4. Incorporator. The names of the incorporators are Phillip S. Oberrecht and Shirley T. Spratt and the incorporators' address is 702 W. Idaho Street, Ste 700, Boise, Idaho 83702.
5. Initial directors. The names and addresses of the initial directors are:

Thomas R. Carr
24 S. Cole Road
Boise, Idaho 83709

Margaret J. Carr
24 S. Cole Road
Boise, Idaho 83709
6. Corporate purpose. The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to construction management and general contracting.
7. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

IDAHO SECRETARY OF STATE

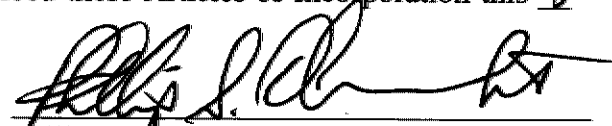
8. Indemnification. The corporation shall indemnify its directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of the corporation, the amount of such indemnification shall not exceed the amount of the corporation's net assets).

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amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

9. Limitation of Liability. No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

In witness whereof, we have subscribed these Articles of Incorporation this 8th day of January, 1998.


Phillip S. Oberrecht, Incorporator


Shirley T. Spratt, Incorporator