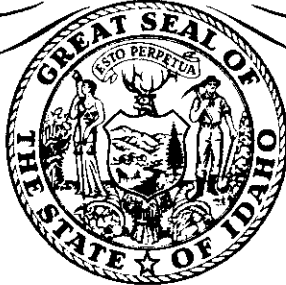


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

XXXXXXXXXXXXXXXXXXXX

I, ARNOLD WILLIAMS, 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

TRI-STATE ELECTRIC, INC.

was filed in the office of the Secretary of State on the thirty-first day
of October A.D. One Thousand Nine Hundred Sixty-six and
will be -----microfilm
duly recorded on Film No. of Record of Domestic Corporations, of the State of Idaho,
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
Boise, in the County of Ada.

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 31st day of October,
66
A.D., 1966.

Secretary of State.

ARTICLES OF INCORPORATION
OF
TRI-STATE ELECTRIC, INC.

* * * *

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, do hereby certify as follows:

ARTICLE I

The name of the corporation is TRI-STATE ELECTRIC, INC.

ARTICLE II

The objects and purposes for which this corporation is formed and the powers of such corporation are as follows:

1. To carry on and conduct the business of an electrical contractor, including the design, installation and construction of electric facilities and electrical work in all its phases; and to do all things related to such electrical contracting business and any matters conducive thereto.

2. To carry on and conduct a general construction business, including the designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work upon power plants, industrial plants, and other systems and works of every description, buildings, structures, manufacturing plants, and all kinds of excavation,

and iron, steel, wood, masonry, mechanical, electrical, and earth construction and installations, to make, execute, and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith; and to manufacture or otherwise acquire and furnish all buildings and other material and supplies connected therewith or required therefor; to manufacture, produce, adapt, and prepare, deal in and deal with any materials, articles, or things incidental to or required for, or useful in connection with any of its business and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

3. To acquire, buy, sell, trade, bargain and otherwise deal in and with all types and kinds of realty and all interests therein;

4. To acquire, purchase, sell or otherwise deal in contracts, mortgages, trust deeds, and all other forms of real property, securities, equities and interest.

5. To invest in lands and all forms of realty and personal property, and to buy, sell, hypothecate, mortgage, pledge, bargain, trade, acquire and dispose of in any way or manner whatsoever all forms of realty and personalty.

6. To loan money on realty, personalty or interests therein and to otherwise deal in any way or manner whatsoever in tangible or intangible property interest, both real and personal.

7. To own and hold real and personal property and to rent or lease the same.

8. To do any and all things necessary, reasonable, proper, convenient or incident to carrying out the purposes for which this corporation is formed.

9. To borrow money and to pledge, mortgage, or hypothecate corporate property, or in any way or manner secure the payment of the same.

10. To conduct business in this state or any other state, District of Columbia, territories and colonies of the United States and foreign countries or territories, and to maintain one or more places of business outside of this state, and to receive, purchase, hold, acquire, mortgage, assign, transfer, lease, release, convey and otherwise deal in and with any real or personal property or any interest therein, either within or outside the State of Idaho, reasonably calculated to promote the purposes hereinabove stated to this corporation.

11. To acquire the operating name, good will, property rights, and the whole or any part of any estate, tangible or intangible, and of any business, and to assume the liabilities of any person, firm, association, corporation or other business organization and pay for said good will, property rights and assets in cash and the stock of this company, its bonds, its debentures, or otherwise, or by undertaking the whole or any part of the liabilities of the transferer thereof, and to hold

of purposes shall not be construed to be limitations upon the powers and purposes of this corporation.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The location and post office address of the registered office of the corporation is 3416 Bennett Street, Boise, Idaho.

ARTICLE V

The capital stock of this corporation shall be the sum of \$5,000.00, divided into 50 shares of common stock, each having a par value of \$100.00 per share. No distinction shall exist between the shares of this corporation and all such shares shall have the same rights in such corporation, and shall be non-assessable when paid in full.

ARTICLE VI

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

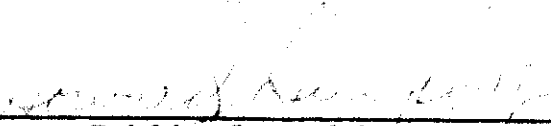
<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
William C. Stith	1308 Albright Boise, Idaho	1
Roberta A. Stith	1308 Albright Boise, Idaho	1
Frank S. Galey, Jr.	5030 Bel Air Boise, Idaho	1

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

STATE OF IDAHO)
) ss.
County of Ada)

On this 17th day of October, 1966, before me, the under-
signed, a Notary Public in and for said State, personally
appeared WILLIAM C. STITH, ROBERTA A. STITH, and FRANK S.
GALEY, JR., known to me to be the persons whose names are
subscribed to the within 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 hereinabove written.



Notary Public for Idaho
Residing at Boise, Idaho