

# State of Idaho

## Department of State.

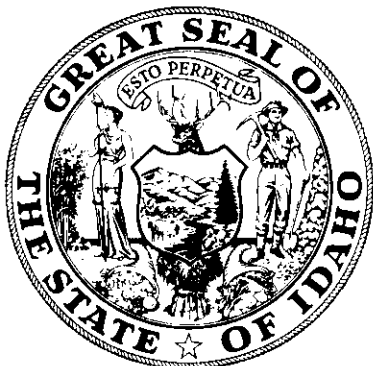
### CERTIFICATE OF AUTHORITY OF

PACIFIC ROCK PRODUCTS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PACIFIC ROCK PRODUCTS, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PACIFIC ROCK PRODUCTS, INC. to transact business in this State under the name PACIFIC ROCK PRODUCTS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated October 5, 19 81.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Penny Yursa*

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Pacific Rock Products, Inc.
  
2. \*The name which it shall use in Idaho is Pacific Rock Products, Inc.
  
3. It is incorporated under the laws of Oregon
  
4. The date of its incorporation is January 19, 1981 and the period of its duration is perpetual
  
5. The address of its principal office in the state or country under the laws of which it is incorporated is 12000 S. E. 120th, Clackamas, OR 97015
  
6. The street address of its proposed registered office in Idaho is 300 N. 6th Street,  
Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System
  
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Highway and street construction, sand and gravel production
  
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>W. G. Byrne</u>	<u>President</u>	<u>2913 S. Garfield Kennewick, WA 99336</u>
<u>A. Neil DeAtley</u>	<u>Vice President</u>	<u>Route 4, Box 21</u>
	<u>Secretary, Treasurer</u>	<u>Asotin, WA 99402</u>
		<u>2008 Allan</u>
<u>Hyrum L. Cox</u>	<u>Director</u>	<u>Clarkston, WA</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>

*(continued on reverse)*

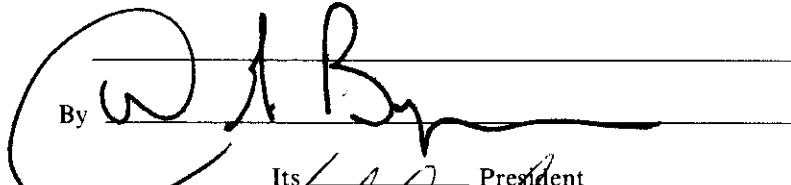
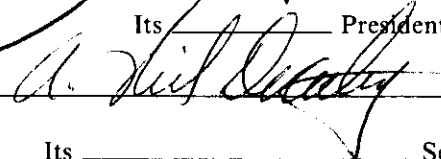
10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
7,500	Common	\$1.00

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

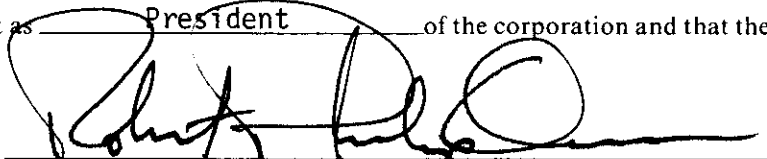
Dated September 23, 1981.

By  Its President  
 and  Its Secretary

STATE OF Washington )  
 )ss:  
 COUNTY OF Franklin )

I, Robert Philip Owen, a notary public, do hereby certify that on this 23<sup>rd</sup> day of September, 1981, personally appeared before me W. G. Byrne, who being by me first duly sworn, declared that he is the President of Pacific Rock Products, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

  
 Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

# State of Oregon

## Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of  
PACIFIC ROCK PRODUCTS, INC.

with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this 25th day of September, 1981.



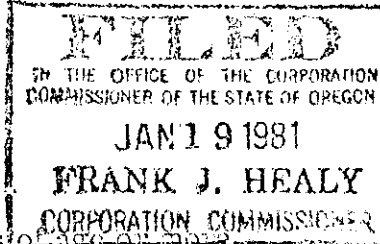
**Frank J. Healy**  
Corporation Commissioner

By Stanley Smith

RANDALL, BENGTON & COX  
LAWYERS  
LEWISTON, IDAHO

ARTICLES OF INCORPORATION  
OF  
PACIFIC ROCK PRODUCTS, INC.

FILE NO. 150052



The undersigned, each being a natural person, 18 years of age or over,

adopt the following Articles of Incorporation under the provisions of the Oregon Revised Statutes:

FIRST

The name of the corporation is PACIFIC ROCK PRODUCTS, INC.

SECOND

The period of duration of said corporation is perpetual.

THIRD

The purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated pursuant to the provisions of Section 57.025, Oregon Revised Statutes.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is ONE HUNDRED THOUSAND (100,000) shares, which shall consist of one class only, that being, common stock, each having a par value of ONE (\$1.00) DOLLAR per share, and an aggregate par value of ONE HUNDRED THOUSAND (\$100,000) DOLLARS.

FIFTH

There are no provisions denying pre-emptive rights.

SIXTH

The address of the initial registered office of the corporation is: C/o L. W. Vail, Benzel Road, Hermiston, Oregon, 97838, and the name of its initial registered agent at such address is: ROBERT ROSE.

SEVENTH

The number of directors constituting the initial Board of Directors is two (2), and the names and address of the persons who are to serve as directors until the first annual meeting of the shareholders of the corporation, or until their successors are elected and qualify, are:

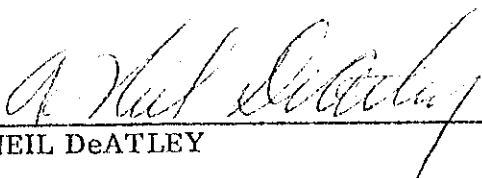
<u>NAME</u>	<u>ADDRESS</u>
A. Neil DeAtley	221 Preston, Lewiston, Idaho, 83501,
Gerald W. Byrne	2913 S. Garfield, Kennewick, WA. 99336.

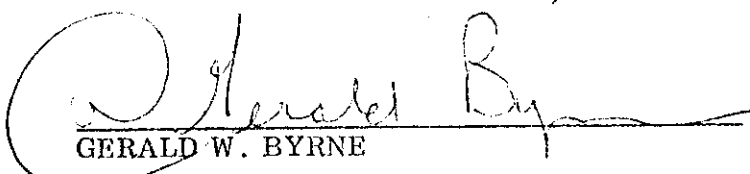
EIGHTH

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
A. Neil DeAtley	221 Preston, Lewiston, Idaho, 83501
Gerald W. Byrne	2913 S. Garfield, Kennewick, WA. 99336.

DATED this 9 day of January, 1981.

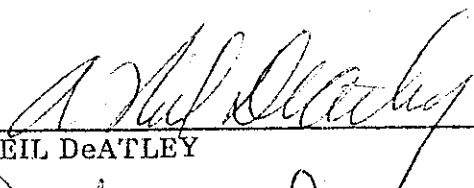
  
A. NEIL DeATLEY

  
GERALD W. BYRNE

VERIFICATION

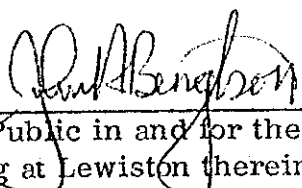
A. NEIL DeATLEY and GERALD W. BYRNE, each being duly sworn, does for himself depose and say:

That he is one of the incorporators named in the foregoing Articles of Incorporation; that he has read the foregoing Articles of Incorporation, knows the contents thereof and that the facts stated therein are true to the best of his respective knowledge, information and belief.

  
A. NEIL DeATLEY

  
GERALD W. BYRNE

SUBSCRIBED AND SWORN to before me this 12<sup>th</sup> day of January, 1981.

  
Notary Public in and for the State of Idaho,  
Residing at Lewiston therein.