

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

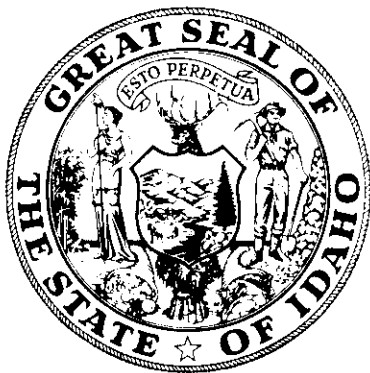
FACKRELL CONSTRUCTION COMPANY, INC.

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 FACKRELL CONSTRUCTION COMPANY, INC.

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: July 9, 1984



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
FACKRELL CONSTRUCTION COMPANY, INC.

Jul 9 10 46 AM '84  
SECRETARY OF STATE

We, the undersigned incorporators, being persons legally competent to enter into contracts, for the purpose of forming a corporation under the laws of the State of Idaho, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is: FACKRELL CONSTRUCTION COMPANY, INC., and is organized at Franklin County, Idaho.

ARTICLE II

DURATION

The time of duration of this corporation is perpetual, subject to dissolution as authorized by law.

ARTICLE III

PURPOSE

The purposes of this corporation are as follows:

(a) To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and

the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(b) To carry on and conduct a general construction business including designing, constructing, enlarging, extending, repairing, completing, removing or otherwise engaging in any work on commercial or industrial structures, using any building materials and techniques now employed or to be developed; to make, execute, and receive contracts or assignments or delegations of contracts therefor or relating thereto or connected therewith; to manufacture or otherwise acquire and to furnish all building and other tools and equipment connected therewith or required therefor; to manufacture, produce, adapt and prepare and deal in or with any materials, articles, or things incidental to, or required for, or useful in connection with, any of such activities; and generally to carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

(c) To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in, and dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the corporation.

(d) To engage in any business whatsoever, either as principal or as agent, or both, which the corporation may determine convenient or proper in furtherance of any of the purposes hereinabove mentioned or otherwise; and to have and acquire all the powers authorized by the laws of the State of Idaho under which the corporation is formed, whether expressly set forth in this article or not, as such laws are now in effect or may at any time hereafter be amended or enacted.

## ARTICLE IV

### REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation shall be: 119 South Second East, Preston, Idaho 83263, and the initial registered agent shall be: ROBERT N. FACKRELL.

A place of business and branch offices for the conducting or carrying on of any portion of the business may be established in any state, territory, or possession of the United States of America in which a corporation having the above powers can legally function, and the corporation may have one office or more than one office and keep the books of the corporation outside the State of Idaho.

## ARTICLE V

### AUTHORIZED SHARES

The capital stock of the corporation shall amount to One Hundred Fifty Thousand and No/100 (\$150,000.00) Dollars. The capital stock of the corporation shall be divided into one hundred fifty (150) shares of Common Stock at One Thousand and No/100 (\$1,000.00) Dollars par value. At such time as the Board of Directors may by resolution direct, said capital stock shall be paid into the corporation either in cash or by the sale and transfer to it of real or personal property and any other valuable right or thing for the use and purpose of the said corporation, in payment for which shares of the capital stock of the corporation will be issued and the capital stock so issued shall thereupon and thereby become and be fully

so issued shall thereupon and thereby become and be fully paid-up and nonassessable forever, and in the absence of actual fraud in the transactions, the judgement of the Board of Directors as to the value of the property purchased shall be conclusive. The corporation by the action of its shareholders, is authorized to increase, decrease or reclassify its stock, or to recall the same. In addition to its capital stock, the corporation may accept additional cash or property as paid-in surplus.

## ARTICLE VI

### INCORPORATOR

The names and post office addresses of the incorporators and the number of shares for which they subscribe are as follows:

<u>NAME &amp; ADDRESS</u>	<u>NUMBER OF SHARES</u>
ROBERT N. FACKRELL 119 South Second East Preston, ID 83263	75
STEPHANIE C. FACKRELL 119 South Second East Preston, ID 83263	75

## ARTICLE VII

### BOARD OF DIRECTORS

The name and post office address of each of the proposed members of the initial Board of Directors are as follows:

ROBERT N. FACKRELL

119 South Second East  
Preston, ID 83263

STEPHANIE C. FACKRELL

119 South Second East  
Preston, ID 83263

## ARTICLE VIII

### CORPORATE AFFAIRS

The method and manner of holding director's meetings and stockholder's meetings, the authority and duties of each of the officers of the corporation, and all other matters for management and control of the corporation shall be determined by the By-Laws of the corporation and by the laws of the State of Idaho.

## ARTICLE IX

### AMENDMENTS TO ARTICLES

These articles may be amended in any respect conformable to the laws of the State of Idaho and by a vote of the required percentage of stockholders as required by the laws of the State of Idaho in a meeting of stockholders called for that purpose as prescribed by law.

## ARTICLE X

### AMENDMENTS TO BY-LAWS

The board of directors may repeal and amend the By-Laws of the corporation and adopt new By-Laws.

IN WITNESS WHEREOF, I hereunto set my hand and seal  
this 5<sup>th</sup> day of July, 1984.

  
ROBERT N. FACKRELL

  
STEPHANIE C. FACKRELL