

ORIGINAL

ARTICLES OF INCORPORATION

OF

WARD BROS., INC.

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act adopts the following articles of incorporation:

ARTICLE ONE

**Corporate Name.**

The name of the corporation is WARD BROS., INC.

ARTICLE TWO

**Purpose.**

The nature of the business and the objects and purpose to be transacted, promoted, and carried on by the Corporation are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do in any part of the world as follows:

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

To do all and everything necessary, suitable and proper for and incident to the accomplishment of the purposes enumerated above, and for the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, firms, or

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individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is granted.

IN FURTHERANCE AND NOT IN LIMITATION Of the general powers conferred by the laws of the State of Idaho, and of the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, viz:

To borrow or loan money with or without security therefor; to issue promissory notes, bonds, debentures, mortgages, security agreements of all kinds, and other evidences of indebtedness.

To make, enter into and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, state or the federal government.

To have one or more offices to conduct its business and promote its objects within and without the State of Idaho, in other states and territories of the United States, or other countries, subject, however, to the laws and limitations of such state, territory or country; and to maintain divisions, branches, or companies under other names although wholly owned by this corporation.

To purchase or otherwise acquire lease, assign, mortgage,

pledge or otherwise dispose of any trade names, trade marks, concessions, inventions, formulas, improvements, processes of any nature whatsoever, copyrights and letters patent of the United States and foreign countries.

And to issue shares of the capital stock of this corporation in return for mining claims, patents, leases, subleases, assignments and reassignments, property, tangible and intangible, and for services actually rendered to the corporation; such shares to have preemptive rights.

#### ARTICLE THREE

##### **Duration.**

That the existence of the corporation is to be perpetual after its incorporation, unless sooner dissolved or disincorporated pursuant to law.

#### ARTICLE FOUR

##### **Registered Office and Agent.**

That the place where its principal business is to be transacted and the registered office of the corporation in this State shall be at 3456 N. 5000 E., Sugar City, Idaho 83448. The name of the corporation initial registered agent at such address is Rick B. Ward.

#### ARTICLE FIVE

##### **Authorized Stock**

The total number of shares which the Corporation shall have

the authority to issue is 1,000 shares with \$1.00 par value.

The stock of the Corporation is divided into 1,000 shares of a single class, each share having equal rights and each share having one (1) vote. All stock when fully paid for shall be non-assessable.

#### ARTICLE SIX

##### **Additional Shares**

The corporation shall have the power to adopt, by appropriate by-laws, a provision or provisions restricting the sale or transfer of shares of stock; provided that the same shall be in accordance with applicable laws.

#### ARTICLE SEVEN

##### **Subscribed Stock**

That the amount of the capital stock which has been actually subscribed and paid for is the sum of one hundred shares, and following are the names of the persons, their addresses and the number of shares by whom the same have been subscribed, to-wit:

<u>Name of Subscriber</u>	<u>Address</u>	<u>No. of Shares</u>
Rick B. Ward	3656 N. 5000 E. Sugar City, Idaho 83448	30
Todd S. Ward	3364 N. 5000 E. Sugar City, Idaho 83448	30
Wade W. Ward	3456 N. 5000 E. Sugar City, Idaho 83448	30

## ARTICLE EIGHT

### **Management**

That the management of this corporation shall be vested in a board of not less than two nor more than nine directors as may be fixed by the by-laws. The directors shall be elected at the annual meeting of the stockholders to be held at the general office of the corporation in said 3456 N. 5000 E., Sugar City, Id 83448, unless at a different place designated by the board of directors, at a time in each year, to be designated by the by-laws, and until such election, the directors of said corporation shall be:

Rick B. Ward	3656 N. 5000 E. Sugar City, Idaho 83448
Todd S. Ward	3364 N. 5000 E. Sugar City, Idaho 83448
Wade W. Ward	3456 N. 5000 E. Sugar City, Idaho 83448

## ARTICLE NINE

### **By-Laws**

The By-Laws of this corporation may be adopted by the shareholders in the manner provided for by the laws of the State of Idaho.

## ARTICLE TEN

### **Incorporators**

The name and address of each incorporator is listed below:

Rick B. Ward

3656 N. 5000 E.  
Sugar City, Idaho 83448

Todd S. Ward


3364 N. 5000 E.  
Sugar City, Idaho 83448

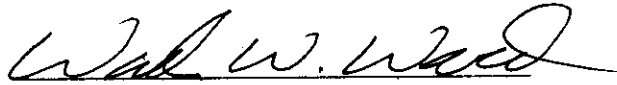
Wade W. Ward

3456 N. 5000 E.  
Sugar City, Idaho 83448

IN WITNESS WHEREOF, I have hereunto set my hand and  
seal this 5 day of July, 2002.

  
RICK B. WARD

  
TODD S. WARD

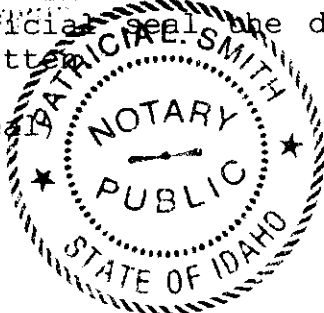
  
WADE W. WARD


STATE OF IDAHO       )  
                              ) ss.  
COUNTY OF FREMONT )

On this 5<sup>th</sup> day of July, 2002, before me the undersigned, a Notary Public in and for the State of Idaho, personally appeared RICK B. WARD and TODD S. WARD, and WADE W. WARD, known or identified to me to be the President, or vice-president, or secretary, or assistant secretary, of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal the day and year in this certificate first above written.

(seal)



  
Notary Public for the State of Idaho  
Residing at: St. Anthony, Idaho  
My Commission expires: 1-11-06