

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

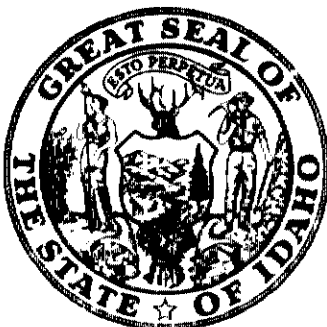
OVERLAND CONTRACTING INC.

File number C 119032

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of OVERLAND CONTRACTING 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 OVERLAND CONTRACTING INC. to transact business in this State under the name OVERLAND CONTRACTING INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: April 9, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is OVERLAND CONTRACTING INC.
2. The name which it shall use in Idaho is OVERLAND CONTRACTING INC.
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 11/15/96 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
c/o Corporation Trust Center
1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____, and its registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Construction contracting services
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Robert C. Miller</u>	<u>President and Director</u>	<u>11401 Lamar, Overland Park, Kansas 66211</u>
<u>S. Kent Sloan</u>	<u>Secretary</u>	<u>11401 Lamar, Overland Park, Kansas 66211</u>
<u>Tom L. Griffiths</u>	<u>Treasurer</u>	<u>11401 Lamar, Overland Park, Kansas 66211</u>
<u>Kirk P. Woodward</u>	<u>Vice President</u>	<u>11401 Lamar, Overland Park, Kansas 66211</u>
_____	_____	_____
_____	_____	_____

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

Dated: 3-27-97

OVERLAND CONTRACTING INC.

(Corporation name)

By RCM

Its President, Vice President, Secretary or Assistant Secretary
(please specify)

Robert C. Miller - President

IDaho SECRETARY OF STATE

Secretary of State uses DATE 04/09/1997 CAP

0900 81015 3

CK #: 14101928 CUST# 2136

AUTH PRO 10 100.00= 100.00

EXPEDITE C 10 20.00= 20.00

: C

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OVERLAND CONTRACTING INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF APRIL, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2684374 8300

AUTHENTICATION:

8402482

971107421

DATE:

04-02-97