

FILED EFFECTIVE

2006 AUG 29 AM 8:13
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

STONE MOUNTAIN QUARRIES, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, a citizen of the United States of America, being over the age of eighteen (18) years, does hereby form a corporation under and pursuant to the provisions of the laws of the State of Idaho, for the purposes expressed in the following Articles, and does hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME OF CORPORATION: The name of the corporation shall be Stone Mountain Quarries, Inc.

ARTICLE 2: PURPOSES: The corporation is organized for the purposes of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE 3: TERM: The corporation is to have perpetual existence.

ARTICLE 4: REGISTERED OFFICE AND REGISTERED AGENT: The registered office of the corporation shall be located at 63 Pelican Drive, Rupert, Idaho 83350. The registered agent for the corporation shall be Randall Miller, whose business office is identical with the registered office of the corporation.

ARTICLE 5: CORPORATION STOCK: The total number of shares which the corporation is authorized to issue is 5,000 shares with each share having par value of \$0.10. The Board of Directors may from time to time fix the consideration for which such shares shall be issued and sold, provided they may not be issued or sold at a value less than

C 168636

1 par. The capital stock, when fully paid, shall be non-assessable and shall be one class of
2 which all shall be voting. Voting of the stock shall be cumulative.

3 ARTICLE 6: INCORPORATOR: The name and post office address of the
4 incorporator is:

5 R.C. Stone
6 PO Box 910
7 Burley, Idaho 83318

8 ARTICLE 7: DIRECTORS: The initial Board of Directors shall consist of
9 two directors who shall be:

10 Ernie R. Hale
11 1450 South 600 West
12 Oakley, Idaho 83346

13 Randall Miller
14 63 Pelican Drive
15 Rupert, Idaho 83350


16 The initial Board of Directors shall serve until the first annual meeting of the shareholders at
17 which time their successors shall be elected and qualified. The Bylaws shall specify the
18 number of Directors for the corporation to be elected at the first annual meeting of
19 shareholders, and thereafter.

20 ARTICLE 8: CONTRACTS: No contract or other transaction between the
21 corporation or any other corporation, whether or not a majority of the shares of capital stock
22 of such other corporation is owned by the corporation, and no act of the corporation shall be
23 in any way effected or invalidated by the fact that any of the directors of the corporation are
24 pecuniarily or otherwise interested in or are directors or officers of such other corporation.
25 Any director individually may be a party to or may be pecuniarily or otherwise interested in a
26 contract or transaction of the corporation and any directors of the corporation who are so
interested may be counted in determining the existence of a quorum at any meeting of the

1 Board of Directors of the corporation which shall authorize such contract or transaction and
2 may vote thereon to authorize such contract or transaction with the same right, force and
3 effect as if he were not such director or officer of such corporation and not so interested
4 therein. The same shall apply if any officer or director of this corporation shall be interested
5 in any other form of business entity dealing with this corporation.

6 ARTICLE 9: NON-LIABILITY AND INDEMNIFICATION OF
7 DIRECTORS: No director of the corporation shall be liable to the corporation or its
8 stockholders for monetary damages for any action taken or any failure to take any action as
9 the director. This provision shall be subject to the limitations provided in the Idaho Business
10 Corporation Act. Directors shall be indemnified by the corporation against liability to any
11 person for any action taken or any failure to act as a director, to the extent permitted by law.
12

13 IN WITNESS WHEREOF, these Articles have been executed this 28 day of
14 August, 2006.
15

16 
17 R. C. Stone
18
19
20
21
22
23
24
25
26