

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

ACE CONCRETE CO.

was filed in the office of the Secretary of State on the **twentieth** day of **August,** A.D. One Thousand Nine Hundred **Fifty-Nine,** and duly recorded on Film No. **108** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Wallace,** in the County of **Shoshone.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **20th** day of **August**, A.D., 19 **59.**

Secretary of State.

ARTICLES OF INCORPORATION

OF

ACE CONCRETE CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens of the United States of America, and of full age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

FIRST: That the name of this corporation shall be
ACE CONCRETE CO.

SECOND: That the purposes for which this corporation
is formed are as follows:

1. To excavate, mine and recover sand and gravel from natural deposits and to reduce the same to marketable form; to purchase sand and/or gravel from other parties; to sell sand and/or gravel in their natural form and/or in the form of pre-mixed concrete; to manufacture concrete and concrete products of any and every kind and to sell the same either as a retailer or wholesaler and to purchase, manufacture and deal in building materials of any and every kind.

2. To locate, purchase, acquire, own, enter, lease, rent, sell, convey and deal in mines, mining claims and mineral lands of every kind, nature and description; also to purchase, acquire, enter, own, lease, rent, sell and deal in mill sites, water rights, timber claims and other timber lands, real estate, terminal facilities and easements of any and all kinds; to work, prospect and develop mines, mining claims and mineral lands of any and every kind, nature and description, either for itself or for other companies, corporations or individuals, and upon such terms and

and for such remuneration as it shall deem fit and proper to accept, and to purchase, take, lease, rent, own, hold or sell not only the whole of any and all such mines, mining claims, mineral lands and other property, but any interest or interests therein; to operate saw mills and to manufacture and deal in lumber and lumber products of any and every kind; to purchase or otherwise acquire, and to own, control, sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt issued or credited by any other corporation or corporations, whether foreign or domestic, and whether now or hereafter to be organized, and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote the same to the same extent as a natural person might or could do; to do everything that may be proper or necessary in the conduct of its business in the way of locating, prospecting, developing, acquiring, buying, leasing, holding, operating, renting and/or selling mining claims and mineral lands of every kind, nature and description and/or in the way of working and operating such mines, mining claims and mineral lands and producing ores and minerals therefrom and/or in the way of reducing such ores and minerals to the most merchantable value and in so doing to contract for, build, buy, lease, own, hold, sell and operate any and all necessary mills, smelters, machinery, equipment, roads, railroads, tramways, ditches, flumes and such other property as it shall deem necessary and proper in carrying out the objects herein stated; to purchase, lease, rent, erect, own, hold, operate and sell buildings, boarding houses, hotels and saw mills and to conduct mercantile businesses of any and all kinds and to engage in steam and/or other transportation, road building and engineering, freighting and carrying.

3. To conduct a general mining, milling, smelting and reduction business.

4. To exercise the right of eminent domain according to law, and to condemn rights-of-way for tunnels, shafts, hoisting works, dumps, cuts, ditches, canals, reservoirs, storage basins, dams, roads, railroads and tramways, incident, necessary or convenient for the uses and purposes and objects of this corporation, and to do all things incident to the general business of this corporation in the State of Idaho and/or in any of the other states and/or territories of the United States, and elsewhere that this corporation may desire or conclude to do business.

5. To buy and sell ores, bullion, metals, concentrates, tailings and other materials, and to reduce ores and minerals for pay.

6. To purchase, own and enjoy any and all franchises useful or beneficial for the prosecution of the business of this corporation.

7. To borrow money on its notes, bonds and/or other obligations for the general purposes of this corporation, and to mortgage, pledge and give in trust any and all of its property to secure the payment thereof.

8. To do and perform any and all other things that may be found necessary, convenient and proper in carrying out the objects of this corporation.

THIRD: The principal place of business of this corporation shall be at Wallace, Shoshone County, Idaho, at which place this corporation shall maintain its registered office, the post office address of which shall be Wallace, Idaho.

FOURTH: The duration of this corporation shall be perpetual.

FIFTH: The number of directors of this corporation shall be three. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize. Thereafter the directors shall be elected annually by the stockholders and shall serve until the election and qualification of their successors.

SIXTH: The amount of the capital stock of this corporation shall be Twenty-five Thousand Dollars (\$25,000.00) divided into One Hundred Thousand (100,000) shares of the par value of twenty-five cents (25¢) per share. Said stock shall all be non-assessable and shall all be of the same class and each and every share of said stock shall have the same rights and privileges as those enjoyed by each and every other share of said stock.

SEVENTH: Notwithstanding the provisions of Section 30-120, Idaho Code, the Board of Directors of this corporation shall have power and authority from time to time to authorize the sale of, and to sell, for cash or otherwise, all or any portion of the unissued and/or of the treasury stock of this corporation without said stock, or any thereof, being first offered to the shareholders of this corporation.

EIGHTH: The Board of Directors of this corporation shall, at any regular or special meeting of said board, have power and authority to repeal and/or amend any or all of the by-laws of this corporation, and/or to adopt new by-laws, a majority vote of said directors being required for the exercise of such power.

NINTH: The name and post office address of each of the incorporators of this company and the number of shares of this corporation which have been subscribed for by each of said

incorporators are as follows, to-wit:

<u>Name of Incorporator</u>	<u>Post Office Address</u>	<u>No. of Shares</u>
Chas. E. Horning	Wallace, Idaho	100
Eugene F. McCann	Wallace, Idaho	100
Betsy B. Rullman	Wallace, Idaho	100

IN WITNESS WHEREOF, we have hereunto set our hands the 19th
day of August, 1959.

Chas. E. Horning
Eugene F. McCann
Betsy B. Rullman

STATE OF IDAHO)
 ss.
COUNTY OF SHOSHONE)

On this 19th day of August, 1959, before me, the under-
signed, a Notary Public for the State of Idaho, personally
appeared CHAS. E. HORNING, EUGENE F. McCANN, and BETSY B. RULLMAN,
known to me to be the persons whose names are subscribed to the
foregoing articles of incorporation, and severally acknowledged
to me that they executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
my notarial seal the day and year in this certificate first above
written.

W. Doyle
Notary Public for the State of Idaho,
Residing at Wallace, Idaho.