

No. C105162

Annual Report Form

1997

Due No Later Than November 30,

2. Registered Agent and Office NOT A P.O. BOX

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

NO FEE REQUIRED

1. Mailing Address - Please Correct, If Not Correct

MORRISON KNUDSEN CORPORATION
KAY PERKINS
PO BOX 73

C T CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE ID 83701

3. Organized Under the Laws of:

DE C105162

* FIRST NOTICE *

BOISE ID 83729

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**
Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

Office held Name Street or P.O. Address City State Zip

Please see attached list of Directors + Officers.

5. Parent Company

6. Signature Richard D. Parry Date 10/20/97
Name (Typed or Printed) Richard D. Parry Title ASST Sec

ISSUED: 07-04-1997

↓ DO NOT TAPE OR STAPLE ↓

5427

Morrison Knudsen Corporation (a Delaware corporation)
 Directors* and Officers

Date: 08/13/97
 rpt02

TITLE	NAME	BUSINESS ADDRESS	DATE OF ELECTION	
			DIRECTOR	OFFICER
	*Terry W. Payne	Terry Payne & Co., Inc. 2525 N. Reserve Street Missoula, MT 59807-8747	07/09/93	
	*John D. Roach	Fibreboard Corporation 2200 Ross Avenue, Suite 3600 Dallas, TX 75201	09/11/96	
Vice President - Government and Public Affairs	Charles William Simpson	Morrison Knudsen Corporation 555 13th St NW, Suite 410 W. Tower Washington, DC 20004-1109		09/12/96
President & Chief Executive Officer	*Robert Allen Tinstman	Morrison Knudsen Corporation P. O. Box 73 Boise, ID 83729	09/11/96	09/12/96
Chairman of the Board	*Dennis R. Washington	Washington Corporations 101 International Way Missoula, MT 59802	09/11/96	09/12/96
Senior Vice President - Operations & President of Eng & Constrn Group	Thomas H. Zarges	MK-Ferguson Plaza 1500 West 3rd Street Cleveland, OH 44113-1406		09/12/96
Assistant Secretary	Richard Dennis Parry	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Assistant Secretary	Jonathian Marc Robertson	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Assistant Secretary	Craig Gerald Taylor	One Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		04/11/97
Assistant Treasurer	Lisa Hamric Ross	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96

Morrison Knudsen Corporation (a Delaware corporation)
 Directors* and Officers

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TITLE	NAME	BUSINESS ADDRESS	DATE OF ELECTION	
			DIRECTOR	OFFICER
	*David H. Batchelder	Batchelder & Partners, Inc. 4330 La Jolla Village Dr., Suite 200 San Diego, CA 92122	07/09/93	
Vice President and Controller	Douglas L. Brigham	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		07/29/97
Executive Vice President and Chief Financial Officer	Anthony S. Cleberg	720 Park Blvd. Boise, ID 83712		05/05/97
Vice President and Treasurer	Frank S. Finlayson	One Morrison Knudsen Plaza Boise, ID 83729		07/29/97
Deputy Controller	Peter Nicholas Forbini	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Senior Vice President and President - Heavy Civil Construction Group	Darrol Norman Groven	720 Park Boulevard Boise, ID 83729		09/12/96
Exec VP, Chief Legal Officer and Secretary	Stephen Grant Hanks	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Vice President - Human Resources	Alvia Lee Henderson	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
	*Leonard R. Judd	Winter Residence Address: 6218 North 47th Street Paradise Valley, AZ 85253	07/09/93	
	*William C. Langley	Residence Address (Retired): 18 Round Hill Drive Stamford, CT 06903	09/11/96	
	*Robert S. Miller, Jr.	Residence Address (Retired): P. O. Box 4130 Sun River, OR 97707-1130	09/11/96	
	*Dorn Parkinson	Washington Corporations 101 International Way Missoula, MT 59802	07/09/93	