



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

KAYBAR COMPANY

was filed in the office of the Secretary of State on the **Twelfth** day of **November** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **125** 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

Boise in the County of **Ada.**

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 **12th** day of **November**, A.D., 19**63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
KAYBAR COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all citizens of the United States of America, residents of the State of Idaho and over the age of twenty-one years, have this day voluntarily associated ourselves together and by these presents unite and associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, for the purposes hereinafter stated.

I.

The name of the corporation shall be KAYBAR COMPANY.

II.

The term for which this corporation shall exist shall be perpetual.

III.

The location and post office address of the registered office of this corporation shall be 1224 Vista Avenue, Boise, Idaho.

IV.

The purposes for which this corporation is formed are:

1. To carry on and conduct a general construction business, including the designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work upon industrial plants, power plants and other systems and works of every description, buildings, structures, manufacturing plants and all kinds

of excavation and iron, steel, wood, masonry, mechanical, electrical and earth construction and installations, to make, execute and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith; to employ engineers, architects, builders and contractors for the purpose of or in connection with the designing, construction, enlarging, extending, repairing, completing, removing or otherwise engaging in any work as aforesaid; and to manufacture or otherwise acquire and furnish all building and other materials and supplies connected therewith or required therefor; to manufacture, produce, adapt and prepare, deal in and deal with any materials, articles or other things incidental to or required for or useful in connection with any of its business, and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

2. To buy or otherwise acquire or hold, manage and control real and personal property of every description, including its own stock and stock in other companies and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof and to lend money either upon or without security.

3. To hold in fee simple and by lease any and all real and personal property necessary or convenient in the conduct or transaction of such business and to mortgage or hypothecate the same as security for any reason.

4. To manage, improve, develop and turn to account any land or contracts for the sale of lands acquired by the company and improve the same by laying out and preparing the same for building

purposes, construction, altering and improving buildings thereon and by paving, draining, cultivating and entering into contracts and arrangements of all kinds with tenants and others.

5. To buy, hold or sell, mortgage or pledge bonds, stocks, indentures or other evidences of indebtedness issued by the company or issued by any state or the federal government; to issue bonds, stocks and other instruments of indebtedness necessary to carry on any of the projects of this corporation.

6. It is the intention of the incorporators of the corporation that the foregoing clauses shall be construed both as objects and powers and that the foregoing enumerated specific powers of this corporation shall not be construed to limit or restrict in any manner the powers of this corporation, but this corporation shall have the power to do anything suitable, necessary, convenient or proper for the accomplishment of any of its purposes or the attaining of any one or more of the objects herein enumerated or incidental to the powers herein named or which at any time appear conducive or expedient for the protection or benefit of the corporation and this to the same extent and as fully as a natural person might or could do.

V.

The business of this corporation shall be managed and conducted by a Board of Directors, the Board to be elected at the first meeting of the stockholders of this corporation and the entire board to be elected annually thereafter at the annual meeting of the stockholders of the corporation.

VI.

The Board of Directors of this corporation may meet and

place of business herein designated or at such other place within or without the State of Idaho as may be designated by resolution of the Board.

VII.

The corporation shall have an authorized capital stock of \$50,000.00, divided into 500 shares of the par value of \$100.00 per share.

VIII.

The names and post office addresses, together with the number of shares of stock subscribed by each of the incorporators are as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>	<u>Par Value</u>
Earl M. Hardy	1224 Vista Avenue Boise, Idaho	1	\$100.00
Elaine Reed	517 Idaho Building Boise, Idaho	1	\$100.00
Mary Lou Tidd	517 Idaho Building Boise, Idaho	1	\$100.00

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 8th day of November, 1963.

Earl M. Hardy

Elaine Reed

Mary Lou Tidd

STATE OF IDAHO)
County of Ada)
:ss.

On this 8th day of November, 1963, before me,
the undersigned, a Notary Public in and for said state,
personally appeared EARL M. HARDY, ELAINE REED and
MARY LOU TIDD, known to me to be the persons whose
names are subscribed to the within instrument, and
acknowledged to me that they executed the same.

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

Dale Clemons
Notary Public for Idaho
Residing at Boise, Idaho.