



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

C & S INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **May 14, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth J. Fiske*

ARTICLES OF INCORPORATION

OF

C & S Incorporated

16. MAY 11 / 1997
STATE OF IDAHO
SECRETARY OF STATE

The undersigned, in order to form a corporation pursuant to the Idaho Business Corporation Act, certify as follows:

ARTICLE I

The name of the corporation is C & S Incorporated (hereafter "Corporation").

ARTICLE II

The purpose for which this Corporation is organized are as follows:

1. To engage in Construction and Excavation; and
2. To engage in any other lawful activity or business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the Corporation shall be 7400 Gary Ln. Boise, ID. 83703; and the name of its initial registered agent at such address is James David Carman.

ARTICLE V

The shares of stock to be issued by the Corporation shall consist of one class only, and the aggregate number

of shares which the Corporation shall be authorized to issue shall be 20,000 shares of stock, each having a par value of \$ 1.00 per share. All shares of stock shall have the same rights in such Corporation and shall be non-assessable when paid in full.

ARTICLE VI

The names and post office addresses of the incorporators and organizers, who have named themselves as the initial directors to serve until the first election of directors of the Corporation, are as follows:

Name:

Address:

James David Carman

7400 Gary Ln. Boise, ID. 83703

ARTICLE VII

The private property of the stockholders of this Corporation shall not be subject to the payment of the Corporate debts in any amount or to any extent whatever.

ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated: 5-14-91

James D. Carman

STATE OF IDAHO)
) ss
County of Ada)

On this ____ day of _____, 19__, before me, the undersigned, a Notary Public in and for said State, personally appeared _____, known to me to be the person(s) whose name(s) _____ subscribed to the within instrument, and acknowledged to me that the statements contained therein are true.

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

Notary Public for Idaho
Residing at Boise, ID.