



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

B & W EXCAVATING, INC.

was filed in the office of the Secretary of State on the **Fourth** day
of **May** A.D. One Thousand Nine Hundred **Sixty-five** and
will be duly recorded on ~~Film No. microfilm~~ 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
Moscow in the County of **Latah**.

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 **4th** day of **May**,
A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION
of
B & W EXCAVATING, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons of the age of twenty one (21) years, or more, and all being citizens of the United States of America, and residents thereof, and residents of the State of Idaho do hereby voluntarily associate ourselves together for the purpose of forming a corporation in conformity with the laws of the State of Idaho, and for the purposes as hereinafter set forth, do hereby adopt Articles of Incorporation as follows:

ARTICLE I

Name

The name of the corporation shall be B & W Excavating, Inc.

ARTICLE II

Location and Post Office Address

The location and Post Office address of the registered office of the corporation in the State of Idaho is Moscow, County of Latah, State of Idaho.

ARTICLE III

Duration

The term of existence of this corporation shall be perpetual from the date of filing the Articles of Incorporation in the Office of the Secretary of the State of Idaho.

ARTICLE IV

Purposes

1. To engage in the general contracting, construction and excavating business or any matter or thing connected therewith

within the State of Idaho and at such other and further and additional places as the Board of Directors, in their discretion, may determine from time to time.

2. To manufacture, produce, or otherwise acquire, to buy, sell, import, export, lease, or otherwise dispose of, to alter, repair, improve, and generally deal in all and every type of equipment or materials connected, however remotely, with a general contracting and construction business.

3. To deal generally in machinery and equipment of all kinds and descriptions.

4. To act as agents for others for any or all of the purposes set out herein.

5. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise, and real and personal property of every class and description.

6. To make, perform and carry out contracts of every kind and description pertaining to the purposes of this corporation and for every lawful purpose necessary and expedient thereto with any person, firm, association, or corporation, including municipal corporations, together with the State of Idaho, United States Government, or any county or other political subdivision of the State of Idaho, or any other state, to borrow, or raise money without limit as to amounts by negotiable or transferrable instruments or otherwise; to make and perform contracts of every kind and description, and in carrying on its business or for the purposes of obtaining or furthering any of its objectives.

ARTICLE V

Amount of Capital Stock

The total authorized number of par value shares of stock is fifty thousand (50,000). Aggregate par value of the total authorized number of par value shares of stock is Fifty Thousand Dollars (\$50,000). Each share shall have one (1) vote. Such shares shall be considered common stock and there shall be no preferred stock.

ARTICLE VI

Names and Addresses of Incorporators

The names and Post Office address of each of the incorporators and the number of shares of such stock subscribed to by each are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Wally Sevedge	1227 Joseph, Moscow, Idaho	1
Bonnie Sevedge	1227 Joseph, Moscow, Idaho	1
Ralph H. Haley	Box 286, Orofino, Idaho	1

ARTICLE VII

Directors

The corporation shall have three (3) directors who shall, at all times, be citizens of the United States of America; a director need not necessarily be a stockholder; the names and residences of the said directors who shall manage the corporation until the first shareholders' meeting are:

<u>Name</u>	<u>Address</u>
Wally Sevedge	1227 Joseph, Moscow, Idaho
Bonnie Sevedge	1227 Joseph, Moscow, Idaho
Ralph H. Haley	Box 286, Orofino, Idaho

ARTICLE VIII

Provisions for By-laws

The corporation shall be governed by a duly adopted Code of By-laws, which By-laws shall not be inconsistent with the provisions of these Articles of Incorporation, nor inconsistent

with the corporation agreement of the parties, nor inconsistent with the laws of the State of Idaho; a meeting of the corporation shall be held and the said by-laws shall be adopted in accordance with the provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the Certificate of Incorporation.

ARTICLE IX

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by a majority vote of the stock issued at any regular meeting or at a special meeting called for that purpose by a majority of the Board of Directors after thirty (30) days notice to all holders of stock, which notices shall be in conformance with the statutes of the State of Idaho made and provided therefor.

IN WITNESS WHEREOF, We, the undersigned, being all of the incorporators hereinabove named, have hereunto set our hands and seals as of the 1st day of August, 1965.

Wally Sevedge
Wally Sevedge

Bonnie Sevedge
Bonnie Sevedge

Ralph H. Haley
Ralph H. Haley

STATE OF IDAHO)
County of Clearwater) ss.

On this 1st day of August, in the year 1965,
before me, the undersigned, a Notary Public in and for the State

of Idaho, personally appeared WALLY SEVEDGE, and BONNIE SEVEDGE, husband and wife, and RALPH H. HALEY, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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

(SEAL)

Dennis Clark
Notary Public in and for Idaho,
residing at Orofino, therein.
Comm. expires: June 6, 1966.