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# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

TMC, INC.

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: January 3, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Angie H. Kew*

Corporation Clerk

RECEIVED  
SEC. OF STATE

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ARTICLES OF INCORPORATION

TMC, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being competent citizens of the United States of America, and all having reached the age of majority, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify as follows:

I.

That the corporate name of this corporation shall be:  
TMC, INC.

II.

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

(a) Brick laying, block laying, masonry construction and all forms of general construction.

(b) To purchase all equipment necessary to operate the business.

(c) To borrow money for the purpose of this corporation. To issue notes or other evidences of indebtedness therefore, and to secure the same by mortgage or pledge of personal property, including the income of said corporation, or by mortgage of real property, executed in trust or otherwise. All or any portions of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

(d) To build any or all buildings, or structures, or improve or change any real property owned or leased by said corporation when such action may be necessary or convenient for the conduct of the business of the corporation, or to remove or to waste any and all real property held or issued by the corporation as may become necessary, essential or merely convenient for the conduct of said corporation.

(e) To enter into any contract, co-operative agreement, profit sharing plan, retirement plan with its officers and

employees as the corporation may deem advantageous or expedient, or enter into any relationship or contract for compensation of said officers or employees, or otherwise to reward or pay such persons for their services as the Directors may deem fit.

(f) To exercise generally the powers customarily exercised by business corporations, and particularly to exercise all powers provided by the laws of the State of Idaho, in any State in the United States and throughout the world, and also to incorporate or qualify to do business in any State of the United States or any country throughout the world.

(g) The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the powers of the corporation to do any of the things within the purview of its general purposes.

### III.

This corporation shall have perpetual existence.

### IV.

The principal place of business shall be 2150 Airport Rd., Payette, Idaho 83661, and the location and mailing address of the Corporation shall be 2150 Airport Rd., Payette, Idaho 83661, and the registered agent shall be TIM MCGOURTY of the same address.

### V.

That the authorized capitalization of this corporation shall consist of one class of 1,000 shares of voting class "A" common stock, which shall have a stated value of ONE HUNDRED (\$100.00) DOLLAR per share.

### VI.

The corporate powers of said corporation shall be vested in the Board of Directors, Two in number. The By-Laws of this corporation may be amended by a simple majority of the Board. The names and addresses of the first Board of Directors are as follows: TIMOTHY MCGOURTY, 2150 Airport Rd., Payette, Idaho 83661; MARY D. MCGOURTY, 2150 Airport Rd., Payette, Idaho 83661.

### VII.

Should any provision of these Articles be found to violate any state or federal law, the remaining provisions shall constitute the Articles of Incorporation.

VIII.

The corporate stock of said corporation, at the date of incorporation, is subscribed as follows: TIMOTHY MCGOURTY 500 shares; and MARY D. MCGOURTY 500 shares.

IX.

After an inventory and final accounting showing an exact contribution by all shareholders, stock will be issued to all parties to reflect said parties' actual equity. The Director of the corporation shall authorize the issuance and sale of the 1,000 shares of stock of this corporation in an offering not to exceed one (1) year in a manner which will allow the stock to qualify the resulting Stockholders thereof for tax benefits under Section 1244 of the Internal Revenue Code. There shall be no preemptive rights. The incorporators are as follows, to-wit: TIMOTHY MCGOURTY, 2150 Airport Rd., Payette, Idaho 83661, MARY D. MCGOURTY, 2150 Airport Rd., Payette, Idaho 83661.

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and, to the best of our knowledge and belief, it is true, correct and complete.

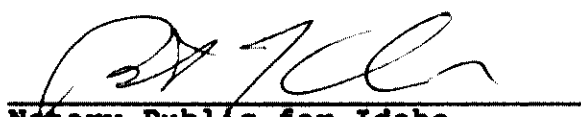
  
Timothy McGourty

  
Mary D. McGourty

STATE OF IDAHO )  
 ) ss.  
County of Payette )

On this 2 day of January, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared, TIMOTHY MCGOURTY, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed the same.

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

  
Notary Public for Idaho  
Residing at Payette, Idaho  
My Commission Exp.: 10-20-93

STATE OF IDAHO

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: ss.

County of Payette

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On this 2nd day of January, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared, MARY D. MCGOURTY, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that she executed the same.

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



Notary Public for Idaho  
Residing at Payette, Idaho  
My Commission Exp.: 8-20-93