

Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP
SECRETARY OF STATE

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 & H WELL DRILLING CO.

was filed in the office of the Secretary of State on the **Thirtieth** day
March **Sixty-six**
1966 A.D. One Thousand Nine Hundred **and**
will be **microfilm**
duly recorded on Film No. 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
Caldwell, **Canyon.**
in the County of

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 **30th** day of **March**,
66
A.D., 19 .

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 B & M WELL DRILLING CO.

4
5 KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned,
6 all being citizens of the United States of legal age, this day hav-
7 ing voluntarily associated ourselves together for the purpose of
8 forming a corporation under and pursuant to the laws of the State of
9 Idaho, do hereby certify:

10 ARTICLE I.

11 Name

12 The name of the corporation shall be "B & M WELL DRILLING
13 CO."

14 ARTICLE II.

15 Purposes

16 (a) To carry on and conduct a general engineering and
17 contracting business, including therein the designing, constructing,
18 enlarging, repairing, removing, or otherwise engaging in any work
19 upon wells or irrigation structures, and to extend and receive any
20 contracts or assignments of contracts therefor, or relation thereto,
21 or connected therewith, and to furnish the materials and supplies
22 connected therewith.

23 (b) To engage in the business of buying, selling, distri-
24 buting, leasing, servicing, repairing and otherwise dealing in well
25 drilling equipment and supplies, and in implements, equipment and
26 supplies of allied lines.

27 (c) To acquire, own or operate any type of mercantile
28 establishment, and to purchase, sell, barter, exchange and gener-
29 ally deal in all types of goods, wares and merchandise.

30 (d) To enter into, make, perform and carry out contracts
31 of every sort and kind which may be necessary or desirable for the
32 furtherance of the business of this corporation, with any persons,
firms, corporations, associations, any state, territory or munici-
pality of the United States or any foreign country, government or
body politic.

(e) To acquire, own, hold, construct, erect, lease
(either as lessor or as lessee), mortgage, pledge, sell and gener-
ally operate and deal in any and all types of machinery, equipment
and personal property.

(f) To acquire and hold all or any part of the capital
stock, assets or good will of any business, of any person, firm,
association or corporation engaged in any business in whole or in
part similar to that of this corporation, consistent with the ob-
jects and purposes of this corporation, and to hold, utilize and in
any manner dispose of the whole or any part of the stock, assets,
good will and rights so acquired and to conduct in any lawful man-
ner, in whole or in part, any business so acquired, and to under-
take or assume the whole or any part of the obligations or liabili-
ties of any person, firm, association or corporation engaged in the
business so acquired.

(g) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages or deeds of trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

(h) To carry out all or any part of the foregoing objects or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

(i) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside the State of Idaho.

(j) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs of these Articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

ARTICLE III. Duration

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV. Place of Business

The location and post office address of the registered office of this corporation in the State of Idaho shall be 919 Arthur Street, Caldwell, Canyon County, State of Idaho.

ARTICLE V. Stock

This corporation is authorized to issue one class of shares of its capital stock to be designated as common stock. The total number of shares of common stock which this corporation shall be authorized to issue is 50. The aggregate par value of the common capital stock of this corporation shall be \$5,000.00; and the par value of each share of the common capital stock shall be \$100.00.

GIGRAY, BOYD & DOWNEN
ATTORNEYS AT LAW
CALDWELL, IDAHO

ARTICLE VI.
Incorporators

The names and post office addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of these incorporators are as follows:

NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
B. C. Morse	1824 Cleveland Blvd. Caldwell, Idaho	One
R. J. Burns	1622 Fairview Ave. Caldwell, Idaho	One
Kenneth Kenagy	Middleton, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of twenty-one years and is a citizen of the United States of America.

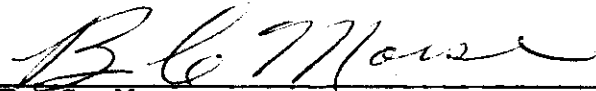
ARTICLE VII.
Capital Stock


The capital stock of this corporation shall be nonassessable, and the private property of the shareholders of this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

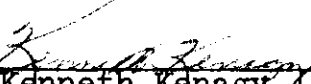
ARTICLE VIII.

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, For the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation have executed these Articles of Incorporation this 17 day of March, 1966.


B. C. Morse



R. J. Burns


Kenneth Kenagy

1 STATE OF IDAHO }
2 County of Canyon } ss.

3 On this 17 day of March, 1966, before me, the under-
4 signed, a Notary Public in and for said State, personally appeared
5 B. C. MORSE, R. J. BURNS and KENNETH KENAGY known to me to be the
6 persons whose names are subscribed to the within instrument and
7 acknowledged to me that they executed the same, and I further
8 certify that each of said persons acknowledged to me that they were
9 each over the age of twenty-one years and were each citizens of the
10 United States of America.

11 IN WITNESS WHEREOF, I have hereunto set my hand and af-
12 fixed my official seal the day and year in this certificate first
13 above written.

14 
15 Notary Public for Idaho
16 Residing at Caldwell, Idaho
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