

State of Idaho

Department of State.

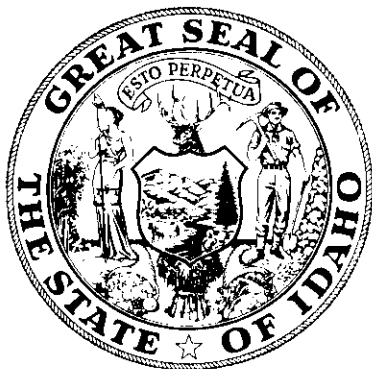
CERTIFICATE OF AUTHORITY OF

PERRCO ENTERPRISES LTD.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PERRCO ENTERPRISES LTD. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PERRCO ENTERPRISES LTD. to transact business in this State under the name PERRCO ENTERPRISES LTD. and attach hereto a duplicate original of the Application for such Certificate.

Dated December 6, 1932



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Perrco Enterprises Ltd.
2. *The name which it shall use in Idaho is Perrco Enterprises Ltd.
3. It is incorporated under the laws of Oregon
4. The date of its incorporation is March 29, 1978 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 33979 Hwy 228, Halsey, Oregon 97348
6. The street address of its proposed registered office in Idaho is 300 North Sixth Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Installation of agricultural irrigation/drainage systems directly to farmers, ranchers and other agricultural users.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Lloyd J. Perrott</u>	<u>President</u>	<u>Gervais, Oregon 97026</u>
<u>Kenneth W. Perrott</u>	<u>Vice-President</u>	<u>Halsey, Oregon 97348</u>
<u>Mary Kay Perrott</u>	<u>Secretary</u>	<u>Halsey, Oregon 97348</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>500</u>	<u>Common</u>	<u>No Par Value</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>437</u>	<u>Common</u>	<u>No Par Value</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 28, 19 82

By Lloyd J. Perrott
Lloyd J. Perrott
Its _____ President
and Mary Kay Perrott
Mary Kay Perrott
Its _____ Secretary

STATE OF Oregon)
COUNTY OF Benton)ss:

I, Irene L. Williamson, a notary public, do hereby certify that on this 28th day of October, 19 82, personally appeared before me Mary Kay Perrott, who being by me first duly sworn, declared that he is the Secretary of Perrco Enterprises Ltd., an Oregon Corporation,

that he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.

Irene L. Williamson
Notary Public

My commission expires Sept. 29, 1986

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

State of Oregon

Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of

.....
PERRCO ENTERPRISES LTD.

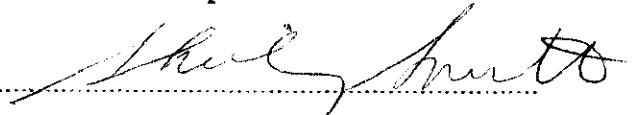
with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this 11th day of October, 1982.



Frank J. Healy
Corporation Commissioner

By 

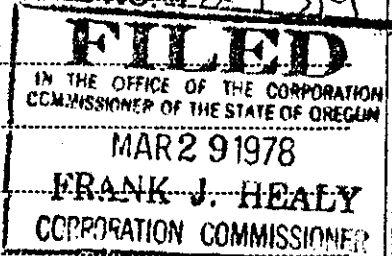


ARTICLES OF INCORPORATION OF

PERRCO ENTERPRISES LTD.

FILE NO. 127519

KNOW ALL MEN BY THESE PRESENTS, That I LLOYD J. PERROTT



a natural person, or if more than one, each a natural person of the age of eighteen years or more, do hereby incorporate a corporation under and pursuant to the laws of the State of Oregon relative to private corporations and hereby do adopt, execute and verify, in duplicate, the following ARTICLES OF INCORPORATION thereof:

ARTICLE I.

The name of the corporation is PERRCO ENTERPRISES LTD.

and the duration thereof shall be perpetual.

ARTICLE II.

The purpose or purposes for which the corporation is organized shall be:

(1) To engage in any lawful activity for which corporations may be organized under Chapter 57 of Oregon Revised Statutes;

(2)

Lastly, to do any and all other acts and things necessary, incident, proper, desirable or convenient for carrying out the purposes of this corporation or any of them, and generally to engage in any or all of the foregoing enterprises, businesses and occupations, either within or without the State of Oregon or the United States.

The foregoing enumeration of powers is not intended and shall not be held to limit or restrict in any manner the general powers of this corporation under the laws of the State of Oregon.

ARTICLE III.

The address of said corporation's initial registered office is 4230 WEST 11TH AVENUE,

EUGENE

., Oregon,97402.

(Do not use post office box number; use street address only)

{City}

{Zip}

and the name of its initial registered agent at said address is: LLOND J. PERROTT

ARTICLE IV.

The number of directors constituting the initial board of directors is.....3.....and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors be elected and qualified are:

NAME _____

ADDRESS

(INCLUDE CITY, STATE, ZIP)

LLOYD J. PERROTT

85276 PEACEFUL VALLEY ROAD

EUGENE, OREGON 97405

KENNETH W. PERROTT

90136 VALLEY VISTA DRIVE

ELMIRA, OREGON 97437

ROBERT D. STORES

31446 Fox Hollow Road

EUGENE, OREGON 97405

ARTICLE V.

The name and address (including street and number, if any) of each of the incorporators of said corporation are:

NAME

ADDRESS

(INCLUDE CITY, STATE, ZIP)

LLOYD J. PERROTT

85276 PEACEFUL VALLEY ROAD

EUGENE, OREGON 97405

ARTICLE VI.

The aggregate number of shares which the corporation shall have authority to issue is.....500
Unless otherwise hereinafter stated, all said shares shall be of one class: Common.

NO PAR VALUE

ARTICLE VII.

ARTICLE VIII.

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

Dated March 28, 191978

NOTE:

See the Oregon Business Corporation Act in Chapter 57 of Oregon Revised Statutes, which provides that one or more natural persons of the age of eighteen years or more, may act as incorporator or incorporators of a corporation by signing, verifying and delivering, in duplicate, to the Corporation of the State of Oregon, Salem, Oregon, articles of incorporation for such corporation (ORS 57.306) and that one or more directors are required. (ORS Section 57.185).
Space is provided in Article VI of the form for setting forth the par value of each share of stock or the fact that shares are without par value, as well as information as to different classes of stock if there are to be more than one, and in Article VIII for setting forth any provision not inconsistent with law for the regulation of the internal affairs of the corporation.