

State of Idaho

Department of State

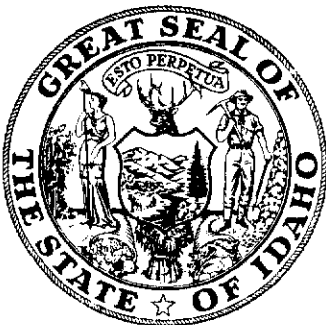
CERTIFICATE OF AUTHORITY OF

MORRISON KNUDSEN LEASING CORPORATION
File number C 120986

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MORRISON KNUDSEN LEASING CORPORATION 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 MORRISON KNUDSEN LEASING CORPORATION to transact business in this State under the name MORRISON KNUDSEN LEASING CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated: September 25, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Nancy H. Hartley

(Instructions on Back of Application)

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1 SEP 25 AM 10:34
SECRETARY OF STATE
STATE OF IDAHO

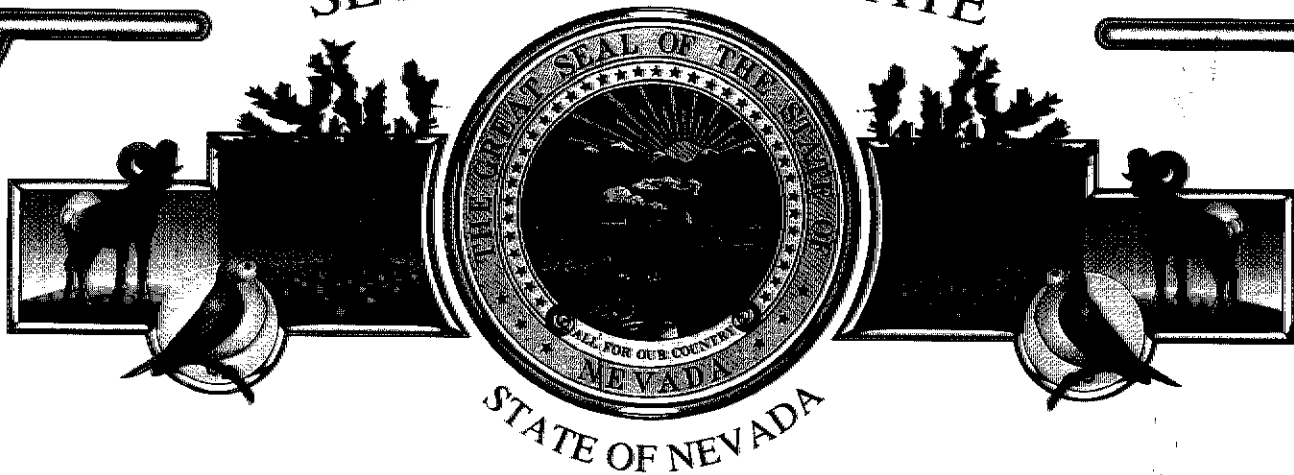
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Morrison Knudsen Leasing Corporation
Directors* and Officers

Date: 08/27/97
rpt02

| TITLE | NAME | BUSINESS ADDRESS | DATE OF ELECTION DIRECTOR | OFFICER |
|------------------------------|-------------------------|---|------------------------------|----------|
| Vice President and Treasurer | Douglas L. Brigham | Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729 | | 01/15/97 |
| President | Darrol Norman Groven | 720 Park Boulevard Boise, ID 83729 | | 01/15/97 |
| Vice President and Secretary | *Stephen Grant Hanks | Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729 | 01/15/97 | 01/15/97 |
| Vice President | Gerald F. Nelson | One Morrison-Knudsen Plaza P. O. Box 73 Boise, ID 83729 | | 01/15/97 |
| | *Robert Allen Tinstman | Morrison Knudsen Corporation P. O. Box 73 Boise, ID 83729 | 01/15/97 | |
| | *Thomas H. Zarges | MK-Ferguson Plaza 1500 West 3rd Street Cleveland, OH 44113-1406 | 01/15/97 | |
| Assistant Secretary | Andrea Lee Cardon | Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729 | | 01/15/97 |
| Assistant Secretary | Richard Dennis Parry | Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729 | | 01/15/97 |
| Assistant Secretary | Jonathan Marc Robertson | Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729 | | 01/15/97 |

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **MORRISON KNUDSEN LEASING CORPORATION**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 15, 1997 and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 17, 1997.

Dean Heller

Secretary of State

By

Rick

Certification Clerk