

FILED

**ARTICLES OF INCORPORATION
OF
MILLER ENTERPRISES, INC.**

**JUL 20 AM 10:54
CLERK OF STATE
STATE OF IDAHO**

The undersigned, in order to form a corporation pursuant to Idaho Business Corporation Act, certify as follows:

ARTICLE I

The name of the corporation is Miller Enterprises, Inc. (hereafter "Corporation").

ARTICLE II

The purposes for which this Corporation is organized are as follows:

1. To engage in the operation of a trash collection and dumpster rental service; and
2. To engage in any other lawful activity or business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the Corporation shall be P. O. Box 253, Horseshoe Bend, Idaho 83629 and the name of its initial registered agent at such address is Roger Miller.

ARTICLE V

The shares of stock to be issued by the Corporation shall consist of one class only, and the aggregate number of shares which the Corporation shall be authorized to issue shall be 1000 shares of stock, each having a par value of \$1.00 per share. All shares of stocks shall be the same rights in such Corporation and shall be nonassessable when paid in full.

ARTICLE VI

The names and post office addresses of the incorporators and organizers, who have signed themselves as the initial directors to serve until the first election of directors of the Corporation are as follows:

IDAHO SECRETARY OF STATE

**07/20/1998 09:00
CLERK OF STATE
STATE OF IDAHO**

C124900

NAME:

ADDRESS:

Roger Miller

P.O. Box 253, Horseshoe Bend, Idaho 83629

Lorna R Miller

P.O. Box 253, Horseshoe Bend, Idaho 83629

ARTICLE VII

The private property of the stockholders of this Corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated: July 17, 1998



ROGER MILLER



LORNA R MILLER