

FILED/EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

HOIT ENGINEERING, INC.

00 FEB 16 PM 09:00

STATE OF IDAHO

IDAHO SECRETARY OF STATE

02/16/2000 09:00
C132610 CT: 3983 MS 298916
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KNOW ALL PERSONS BY THESE PRESENTS:

That the undersigned, a natural person of full age and a citizen of the United States of America, has this day voluntarily associated for the purpose of forming a corporation under the laws of the State of Idaho, and hereby certifies in writing:

ARTICLE I

Name

The name of corporation being established shall be HOIT ENGINEERING, INC..

ARTICLE II

Objects, Purposes and Powers

That the nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, in any part of the world, to wit:

(a) To buy, sell, lease, manage, rent, mortgage, pledge, transfer, improve, or in any manner dispose of, real property and personal property of any and all descriptions.

(b) to construct, plan, develop, improve, and provide all types of services including, without limitation, the providing of engineering services of any and every type.

(c) To manufacture, purchase or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise, services, and real property and personal property of any and every class and description.

(d) To enter into, make, and perform contracts, licenses, and franchises of every kind with any persons, firms, association or corporation, municipality, body politic, county, nation or territory, state, government, or colony or dependency thereof, and without limit as to amount, to draw, make, accept, indorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho.

(e) To do any or all of the things herein set forth to the same extent as natural persons might or could do in any part of the world, as principals, agents, trustees, or otherwise, and either alone or in company with any person, persons, entity or entities.

(f) To do and have any and all general powers as described and set forth in the General Business Corporations Act, Title 30, Chapter 1, Idaho Code.

ARTICLE III

Duration

The duration of said corporation shall be perpetual. To the extent permitted by law, the effective beginning date for the corporation shall be January 1, 2000.

ARTICLE IV

Capital Stock

The number of the shares of authorized capital stock of this corporation is 500,000 shares of one (1) class only, having a par value of \$1.00 per share.

ARTICLE V

Registered Office

The registered office and principal place of business of said corporation is 11390 N. Strahorn Road, Hayden, ID 83835.

The registered agent at such address is Matthew C. Hoit.

ARTICLE VI

Directors and Incorporators

The initial Board of Directors shall consist of one (1) director whose name and address is as follows:

Matthew C. Hoit
11390 N. Strahorn Road
Hayden, ID 83835

Said director shall serve as director until the first annual meeting of shareholders or until his successors be elected and qualify.

The incorporator of this corporation is Matthew C. Hoit, with the address of 11390 N. Strahorn Road, Hayden, ID 83835:

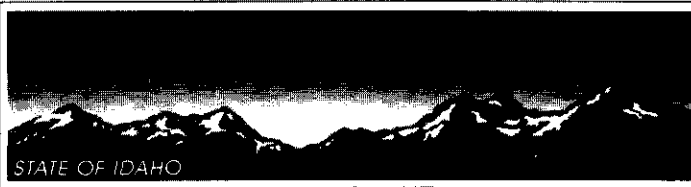
ARTICLE VII

Private Property

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

I, the undersigned, for the purposes of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate, and do hereby certify that the facts herein stated are true; and I have accordingly set hereunto my hand this 25th day of January, 2000.


Matthew C. Hoit



**BOARD OF PROFESSIONAL ENGINEERS
AND PROFESSIONAL LAND SURVEYORS**

600 SOUTH ORCHARD, SUITE A
BOISE, IDAHO 83705-1242
(208) 334-3860 TDD RELAY 1-800-377-3529

February 7, 2000

Secretary of State
Statehouse Mail
Boise, Idaho 83720

Attn: Tonya Herold

Dear Ms. Herold:

Pursuant to Idaho Code 54-1235, this is to notify you that Hoit Engineering, 11390 N. Strahorn Rd., Hayden, ID 83835 is eligible to receive a Certificate of Authorization to practice engineering in the State of Idaho as a corporation.

Sincerely,

A handwritten signature in cursive script, appearing to read "Linda A. Bowcutt".

Linda A. Bowcutt
Administrative Secretary

cc: Hoit Engineering, Inc.