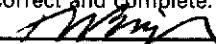
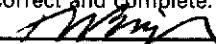
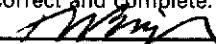


No. <b>C105162</b>	<b>Annual Report Form 1996</b> <i>Due No Later Than November 30,</i>		2. Registered Agent and Office <b>NOT A P.O. BOX</b>													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED</b>  <b>** FINAL NOTICE **</b>	1. Mailing Address - Please Correct, If Not Correct  <b>KASLER HOLDING COMPANY</b> <b>NOW MORRISON KNUDSEN CORPORATION</b> <b>PO BOX <del>487</del> 73 % Kay Perkins,</b> <b>Boise, ID 83729 Paralegal</b> <b>SAN/BERNARDINO /// CH/92402/0387</b>		<b>C T CORPORATION SYSTEM</b> <b>300 NORTH 6TH STREET</b>  <b>BOISE ID 83701</b>  3. Organized Under the Laws of: <b>DE C105162</b>													
4. Corporations: Enter Names and Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)  <table border="0"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center; padding: 20px;">Please see attached list of Directors and Officers.</td> </tr> </tbody> </table>					<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	Please see attached list of Directors and Officers.					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
Please see attached list of Directors and Officers.																
5. <b>NATURE OF BUSINESS</b>  <b>HEAVY HWY CONSTRUCTION</b>	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. <table border="0"> <tr> <td>Signature <u></u></td> <td>Date <u>10/29/96</u></td> </tr> <tr> <td> <b>MINING</b>  <small>(Typed or Printed)</small> </td> <td> <b>Douglas L. Brigham</b>  <small>Name</small> </td> </tr> <tr> <td></td> <td> <b>VP &amp; Treasurer</b>  <small>Title</small> </td> </tr> </table>				Signature <u></u>	Date <u>10/29/96</u>	<b>MINING</b> <small>(Typed or Printed)</small>	<b>Douglas L. Brigham</b> <small>Name</small>		<b>VP &amp; Treasurer</b> <small>Title</small>						
Signature <u></u>	Date <u>10/29/96</u>															
<b>MINING</b> <small>(Typed or Printed)</small>	<b>Douglas L. Brigham</b> <small>Name</small>															
	<b>VP &amp; Treasurer</b> <small>Title</small>															

**ISSUED: 10-05-1996**
**2703**

↓ DO NOT TAPE OR STAPLE ↓

Morrison Knudsen Corporation (a Delaware corporation)  
Directors\* and Officers

Date: 10/29/96  
rpt02

TITLE	NAME	BUSINESS ADDRESS	DATE OF ELECTION	
			DIRECTOR	OFFICER
	*David H. Batchelder	Batchelder & Partners, Inc. 4330 La Jolla Village Dr., Suite 200 San Diego, CA 92122	07/09/93	
Vice President and Treasurer	Douglas L. Brigham	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Deputy Controller	Peter Nicholas Forbini	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Senior Vice President and President - Heavy Civil Construction Group	Darrol G. Groven	27400 East 5th Street  Highland, CA 92346		09/12/96
Exec VP, Chief Legal Officer and Secretary; & Acting CFO (10-1-96)	Stephen Grant Hanks	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Vice President - Human Resources	Alvia L. Henderson	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
	*Leonard R. Judd	Winter Residence Address: 6218 North 47th Street Paradise Valley, AZ 85253	07/09/93	
	*William C. Langley	Residence Address (Retired): 18 Round Hill Drive Stamford, CT 06903	09/12/96	
Acting Controller	James E. McCallum			10/01/96
	*Robert S. Miller, Jr.	Residence Address (Retired): P. O. Box 4130 Sun River, OR 97707-1130	09/12/96	
	*Dorn Parkinson	Washington Corporations 101 International Way Missoula, MT 59802	07/09/93	
	*Terry W. Payne	Terry Payne & Co., Inc. 2525 N. Reserve Street Missoula, MT 59807-8747	07/09/93	

Morrison Knudsen Corporation (a Delaware corporation)  
Directors\* and Officers

Date: 10/29/96  
rpt02

TITLE	NAME	BUSINESS ADDRESS	DATE OF ELECTION	
			DIRECTOR	OFFICER
	*John D. Roach	Fibreboard Corporation 2200 Ross Avenue, Suite 3600 Dallas, TX 75201	09/12/96	
Vice President - Government and Public Affairs	Charles W. Simpson	Morrison Knudsen Corporation 555 13th St NW, Suite 410 W. Tower Washington, DC 2004-1109		09/12/96
President & Chief Executive Officer	*Robert Allen Tinstman	Morrison Knudsen Corporation P. O. Box 73 Boise, ID 83729	09/12/96	09/12/96
	*Dennis R. Washington	Washington Corporations 101 International Way Missoula, MT 59802	09/12/96	
Senior Vice President - Operations & President of Eng & Constrn Group	Thomas H. Zarges	MK-Ferguson Plaza 1500 West 3rd Street Cleveland, OH 44113-1406		09/12/96
Assistant Secretary	Richard Dennis Parry	Morrison Knudsen Corporation P. O. Box 73 Boise, ID 83729		09/12/96
Assistant Secretary	Jonathan Marc Robertson	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96
Assistant Treasurer	Lisa Hamric Ross	Morrison Knudsen Plaza P. O. Box 73 Boise, ID 83729		09/12/96