

State of Idaho

Department of State

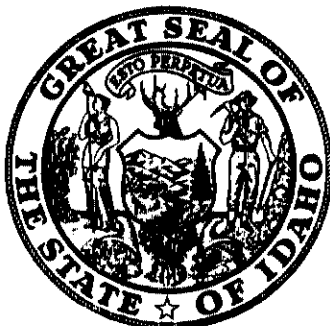
CERTIFICATE OF INCORPORATION OF

STEVE KEARNS BUILDERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 24, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

**ARTICLES OF INCORPORATION
OF
STEVE KEARNS BUILDERS, INC.**

RECEIVED
SEC. OF STATE

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The undersigned, acting as the Incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is Steve Kearns Builders, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including, without limitation, engaging in construction of all types or a general contractor.

IV.

The street and mailing addresses of the initial registered office of the corporation are 220 Second Avenue South, Ketchum Idaho 83340 and P. O. Box 3233, Ketchum, ID 83340 respectively, and the name of its initial registered agent at such addresses is Stephen T. Kearns.

V.

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all of which shall be common stock with no par value, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is two (2). The names and mailing addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

IDAHO SECRETARY OF STATE
19921224 0900 40671 2
CX 9: 21461 CUSTO 1
CORPORATIO 10 60.00= 60.00

NAME

MAILING ADDRESS

Stephen T. Kearns

P.O. Box 3233
Ketchum, ID 83340

Gail Kearns

P.O. Box 1262
Hailey, ID 83333

VII.

The name and mailing address of the Incorporators are:

NAME

MAILING ADDRESS

Stephen T. Kearns

P.O. Box 3233
Ketchum, ID 83340

Gail Kearns

P.O. Box 1262
Hailey, ID 83333

DATED this 23 day of December, 1992.




Stephen T. Kearns



Gail Kearns

STATE OF IDAHO)
) ss.
County of Blaine)

I, J. STEPHEN CRABTREE, a notary public, do hereby certify that on this 23rd day of December, 1992, personally appeared before me Stephen T. Kearns, who, being by me first duly sworn, declared that he is the Incorporator of Steve Kearns Builders, Inc. that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Commission expires: 7-24-98

STATE OF IDAHO)
) ss.
County of Blaine)

I, J. STEPHEN CRABTREE, a notary public, do hereby certify that on this 23rd day of December, 1992, personally appeared before me Gail Kearns, who, being by me first duly sworn, declared that she is the Incorporator of Steve Kearns Builders, Inc. that she signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Commission expires: 7-24-98

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December 23, 1992

ARTICLES OF INCORPORATION - 3