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Department of State

**CERTIFICATE OF INCORPORATION
OF**

VAL TAYLOR CONSTRUCTION CO. 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: February 20, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION 90 FEB 20 AM 8 54

OF

VAL TAYLOR CONSTRUCTION CO. INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Act, adopts the following articles of incorporation:

ARTICLE ONE

The name of the corporation is VAL TAYLOR CONSTRUCTION CO. INC.

ARTICLE TWO

The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

The period of duration of the corporation is perpetual.

ARTICLE FOUR

The address of the corporation's initial registered office in the State of Idaho is 294 W. Canyon, City of Bloomington, County of Bear Lake, State of Idaho 83263. The name of the corporation's initial registered agent at such address is ROBERT TAYLOR.

ARTICLE FIVE

The total authorized number of shares shares of stock is two million (2,000,000). These shares are without par value.

ARTICLE SIX

Pre-emptive rights shall be granted to holders of common stock.

ARTICLE SEVEN

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

VAL TAYLOR

294 W. Canyon
Bloomington, Idaho 83263

ROBERT TAYLOR

294 W. Canyon
Bloomington, Idaho 83263

ARTICLE EIGHT

The name and address of each incorporator is:

HOWARD W. MATTHEWS

10 S. 2nd E.
Paris, Idaho 83261

Dated: 2-15-90

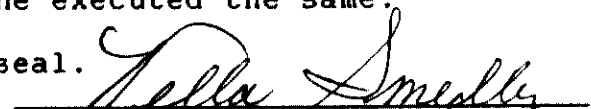

HOWARD W. MATTHEWS

STATE OF IDAHO

County of Bear Lake

On the 16 day of February 1990, before me, the undersigned a Notary Public in and for said State, personally appeared, HOWARD W. MATTHEWS, whose name is subscribed to the within instrument, and acknowledged that he executed the same.

Witness my hand and official seal.


Notary Public for Idaho
Commission Expires: Lifetime