



Department of State.

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that


DAVIS CONSTRUCTION COMPANY, INC.

a corporation duly organized and existing under the laws of **Nevada** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **17th** day of **September** 19**58**, a properly authenticated copy of its articles of incorporation, and on the **17th** day of **September** 19**58**, a designation of **Melvin Bell** in the County of **Bonneville** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **17th** day of **September**, A.D. 19**58**.

Secretary of State.

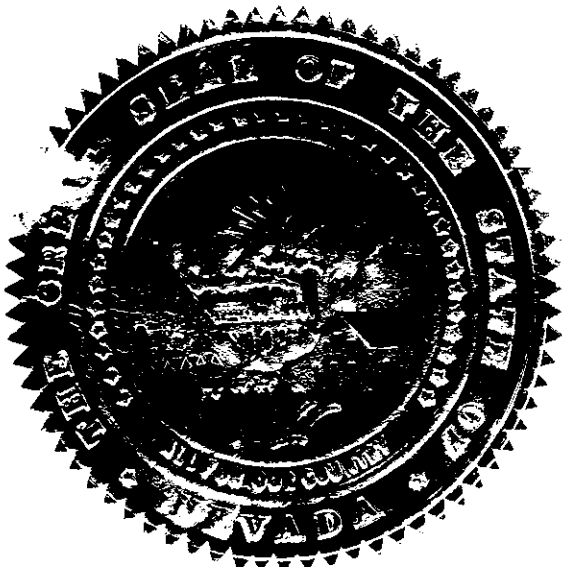
THE STATE OF NEVADA

DEPARTMENT OF STATE

I, JOHN KOONTZ, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

DAVIS CONSTRUCTION COMPANY, INC.

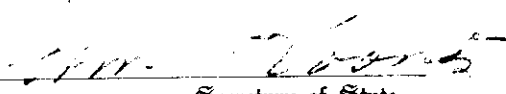
as the same appears on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this ELEVENTH day of SEPTEMBER A. D. 19 58



Deputy




Secretary of State

ARTICLES OF INCORPORATION

OF

DAVIS CONSTRUCTION COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and by virtue of the General Corporation Law of the State of Nevada, and all acts amendatory thereof or additional thereto, and we hereby certify:

ARTICLE I.

The name of the corporation shall be

DAVIS CONSTRUCTION COMPANY, INC.

ARTICLE II.

The principal office of the corporation is to be located in the Virginia and Truckee Building, Carson City, Ormsby County, Nevada. The resident agent of the corporation and the agent in charge of its principal office is United States Corporation Company. The corporation may maintain an office or offices in such other place or places within or without the State of Nevada as may be from time to time designated and may conduct all corporation business of every kind and nature, including the holding of all meetings of directors and stockholders outside the State of Nevada the same as in the State of Nevada.

ARTICLE III.

The nature of the business of the corporation and the objects and purposes to be transacted, promoted and carried on by it are as follows:

To make estimates for itself and for others, and to bid upon, enter into, and carry out contracts for the grading and

making of roads, walks, paths, railroads; the construction of bridges, buildings, piers, wharves, fortifications, power plants, and developments, transmission lines, tunnels, subways, drainage, sewage and irrigation systems. To do building, structural, construction, erection, surveying, dredging, staking, grading, leveling, and electrical work of every kind in every part of the world. To manufacture or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies, and equipment for masons, carpenters, builders, electricians, engineers, and contractors. To acquire, use, employ, sell and deal in all suitable means, apparatus, machinery, contrivances, equipment, and facilities for prosecuting its business.

To locate, purchase, hold, sell, improve, mortgage, lease, finance, acquire and dispose of real estate, and to erect, construct, or maintain buildings of all kinds thereon and to engage in or carry on any business incidental to any of the businesses herein enumerated; to purchase or otherwise acquire or file for and prosecute successfully all letters patent and similar rights granted by the United States or any foreign country or government, acquire licenses or the like or any other interest therein in any inventions which may seem capable of being used for or in connection with any of the objects or purposes of said corporation, and to use, develop, sell and grant licenses in respect to such interests in the same and otherwise turn the same to account.

To apply for, take out, acquire, own, use and defend trade-marks, trade names, copyrights and patents necessary or convenient or desirable for furthering any of the purposes for which this corporation is formed, and to make rules and regulations with reference to the use thereof and from time to time

change, modify or repeal such rules and regulations.

To act as agents, trustees, receivers, liquidators, managers, brokers, attorneys or referees, or in any other station of trust or confidence in respect to the establishment and promotion of corporations or associations; to acquire, prosecute and execute undertakings, businesses, works, and enterprises of any description in Nevada or elsewhere.

To pay out of the funds of the corporation all expenses of or incidental to the examination and information in respect to any property, business or undertaking of the corporation or any other corporation or corporations and the issue of its shares, stocks, obligations, or securities, including brokerage and commission for obtaining such property or undertaking or for placing its shares or underwriting shares, bonds, debentures or otherwise under the laws of Nevada or any other state or country. To promote or establish and in any way to assist in promoting and establishing agencies; to establish and promote and bring out or issue any corporation, syndicate, association, or partnership, whether public or private, in the United States of America and/or elsewhere throughout the world. To enter into any arrangement with any government or authorities, supreme, local, municipal or otherwise, that may seem conducive to the corporation's objects or any of them, and to obtain from any such government or authorities any rights, privileges and concessions which the corporation may deem desirable to obtain and which may seem conducive to any objects of the corporation. Generally, to undertake and transact any of the businesses of merchants, bankers, financial agents, trustees or promoters which seem conducive to any of the objects of the corporation.

To own and operate experimental plants for the determination of any and every kind of industrial process.

To manufacture, buy, sell and deal in, export and import any and every kind or description of materials, merchandise, produce or other property, and to act as purchasing and selling agents therefor.

To loan or advance money to individuals, firms or corporations on open account, or on personal or corporate notes of such individuals, firms or corporations, with or without security.

To enter into contracts of all kinds with firms, individuals, corporations, and civil, municipal, state or federal governmental authorities, whenever the same shall be authorized by the directors of the corporation, or by its by-laws.

To carry on business at any place or places within the United States, its territories and/or possessions, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease, or otherwise dispose of, and deal in real and personal property at any such place or places.

To buy, sell, own and deal in real estate, mortgages, bonds, securities and other properties of all kinds, as its agent, account and for commission, in the United States and elsewhere.

To purchase, hold, pledge, transfer, sell or otherwise dispose of or deal in, shares of the capital stock, bonds, debentures, notes or other securities or evidences of indebtedness of any corporation, to receive, collect and dispose of dividends, interests or other income on such securities held by it, and all acts and things tending to increase the value of the corporation; to issue bonds and secure the same by pledge or deed in trust of or upon any part of such securities or other property held or owned by the corporation and to sell or pledge the same.

for proper corporation purposes and in the promotion of its corporate business; to purchase, receive, hold and dispose of any securities of any person or corporation, whether such securities shall be bonds, mortgages, debentures, notes, shares of capital stock or otherwise, and in respect to any such securities, to exercise any and all rights and privileges of ownership thereof, and generally to act as investment brokers, agents or principals.

To borrow and lend money and negotiate loans; to draw, accept, endorse, buy and sell promissory notes, bonds, stocks, debentures, coupons, and other securities; to issue on commission, subscribe for, take, acquire, hold, sell, exchange and deal in shares, stocks, bonds, obligations and securities of any government, governmental subdivision or agency, or company; to form, promote, subsidize and assist corporations, syndicates or partnerships of all kinds, and to finance and refinance the same. To develop and turn to account any land acquired by or in which the corporation is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, repairing, pulling down, decorating, maintaining, planting, paving, draining, furnishing, fitting up and improving buildings, and letting on building leases or building agreements, and by advancing money to and entering into contracts and agreements of all kinds with builders, tenants, and others. To engage in general insurance brokerage business for the purpose of selling fire, marine, accident, liability, collision, theft, property damage and other insurance. To carry on and undertake any business undertaking, transaction or operation commonly carried on or undertaken by businessmen, promoters, financiers, concessionaries, contractors, brokers, and commission merchants, and any other incidental

business which may seem to the corporation desirable to carry on in connection with the above, or calculated directly or indirectly to enhance the value of or render profitable any of the corporations' property or rights.

To guarantee the payment of dividends upon any capital stock and to endorse or otherwise guarantee the principal or interest, or both, of any bonds, debentures, notes, scrip or other obligations or evidences of indebtedness, or the performance of any contract or obligation, of any other corporation, trust estate or association, domestic or foreign, or of any firm or individual in which the corporation may have a lawful interest, in so far and to the extent that such guaranty may be permitted by law.

To purchase or otherwise acquire shares of its own stock and options to purchase shares of its own stock (so far as may be permitted by law) and its bonds, debentures, notes, scrip, warrants, or other securities or evidences of indebtedness, and to cancel or to hold, transfer or reissue the same to such persons, firms, corporations or associations and upon such terms and conditions as the Board of Directors may in its discretion determine, without offering any thereof on the same terms or on any terms to the stockholders then of record or to any class of stockholders.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of this corporation granted to it by right of its existence, as outlined in the sections of the Nevada General Corporation Law; and are in furtherance of and in addition to, and not in limitations of the general

powers conferred upon corporations by the laws of the State of Nevada.

It is the intention that the purposes, objects and powers specified in this Article III and all subdivisions thereof shall, except as otherwise expressly provided, in nowise be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article III, and that each of the purposes, objects and powers specified in this Article III shall be regarded as independent purposes, objects and powers.

ARTICLE IV.

The total authorized capital of the corporation shall be Five Hundred Thousand Dollars (\$500,000.00), divided into fifty thousand (50,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share, said number of shares being the total number of shares of all classes of stock which the corporation shall be authorized to issue. Said capital stock shall not be assessable to pay the debts of the corporation after the amount of the subscription price or par value has been paid in. All of said capital stock shall be common stock and each share shall entitle the holder thereof to one (1) vote at any meeting of the stockholders.

No holder of stock of the corporation shall have any right, as such holder, to purchase or subscribe for or otherwise acquire any shares of stock, or any securities or obligations convertible into or any rights or option to purchase, any such securities which the corporation may at any time hereafter issue or sell, but any and all such stock, obligations, rights and securities, to be issued and disposed of by the Board of Directors or any persons, firms, corporations and associations and not for any consideration, and on such terms, as the Board of Directors may

its discretion, may determine, without first offering the same to any thereof to the stockholders.

Without action by the stockholders, shares of stock of the corporation may be issued by the Board of Directors of the corporation from time to time for such consideration, at not less than the par value thereof, and upon such terms as may be fixed from time to time by the Board of Directors and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and not liable for any further call or assessment thereon for any purpose whatsoever, and the holders of such shares shall not be liable for any call or assessment thereon or for any further payment thereon for any purpose whatsoever.

The corporation shall be entitled to treat the person, firm or corporation in whose name any share is registered as the owner thereof, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share on the part of any other person, firm or corporation, whether or not the corporation shall have notice thereof, unless otherwise expressly provided by the laws of the State of Nevada.

ARTICLE V.

The members of the governing board of the corporation shall be styled "Directors". All corporate powers of the corporation shall be exercised by the Board of Directors, and the Board shall be organized in accordance with the laws of the State of Nevada, and the Board shall constitute the whole of the corporation for all purposes, and the Board shall be subject to the provisions of the laws of the State of Nevada, and the Board shall be subject to the provisions of the laws of the State of Nevada, and the Board shall be subject to the provisions of the laws of the State of Nevada.

shall not be less than three (3) nor more than seven (7). Vacancies caused by an increase in the number of directors, or otherwise, may be filled by the affirmative vote of a majority of the directors then in office, though less than a quorum. Directors so elected to fill vacancies shall hold office until the next annual meeting of the stockholders or until the election or appointment of their respective successors.

The names and post office addresses of the first board of Directors of the corporation are as follows:

George Earl Davis	-	1801 North Fifth East Provo, Utah
Leland E. Cofer	-	P. O. Box 142 Grand Junction, Colorado
Ralph E. Hillman	-	391 South Fourth West Payson, Utah
Thomas H. Reece	-	150 South Third East Payson, Utah
Glen Gardner	-	554 East 1834 South Crem, Utah

ARTICLE VI.

The corporation shall have perpetual existence.

ARTICLE VII.

The capital stock of the corporation shall not be subject to assessment.

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

ARTICLE VIII.

The names and addresses of each of the original stockholders are as follows:

J. J. Lindsey	-	1012 East Washington Street Carson City, Nevada
W. J. ...	-	721 ... Carson City, Nevada

W. L. Foster

old postoffice
Baker City, Nevada

ARTICLE III.

In furtherance, and not in limitation of the powers conferred by statute, and in addition to the powers which may be conferred by the by-laws, the Board of Directors of the corporation is expressly authorized:

The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles in the manner now and hereafter prescribed by statute and all rights conferred on stockholders herein are granted subject to this resolution.

To hold its meetings, to have one or more offices, and to keep the books of the corporation, except as may be otherwise specifically provided by the laws of the State of Nevada, within or without the State of Nevada, at such places as may be from time to time designated by them.

To determine from time to time whether, and if allowed, under what conditions and regulations the accounts and books of the corporation (other than the books required by law to be kept at the principal office of the corporation in Nevada), shall be open to inspection of the stockholders, and the stockholders' rights in this respect are and shall be restricted accordingly.

To make, alter, amend and rescind the by-laws of the corporation, to fix the amount to be reserved as a fund for the corporation, to fix the times for the declaration and payment of dividends, to authorize and cause to be executed mortgages and liens on the real and personal property of the corporation, provided that the

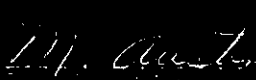
majority of the whole board shall concur therein.

In order to promote the interest of the corporation and to encourage the utilization of the corporation's lands and other property, to sell, assign, transfer, lease and in any lawful manner dispose of such portions of said property as the Board of Directors shall deem advisable, and to use and apply the funds received in payment therefor to the surplus account for the benefit of the corporation, or the payment of dividends, or otherwise; provided, that a majority of the whole board concurs therein and further provided that the capital stock of the corporation shall not be decreased except in accordance with the laws of the State of Nevada; and

By resolution passed by a majority of the board, to designate three or more of their number to constitute an executive committee, which committee shall, for the time being, as provided in said resolution or in the by-laws, have and exercise any or all of the powers of the Board of Directors which may be lawfully delegated in connection with or concerning the management of the business and affairs of the corporation, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20 day of March, 1958.


J. A. Lindsey


W. Austin


J. L. Foster

Signed and sealed and executed in the presence of

