

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

I, **ARNOLD WILLIAMS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

POCATELLO SAND & GRAVEL, INC.

was filed in the office of the Secretary of State on the **Twenty-sixth** day of **October** A.D. One Thousand Nine Hundred **Sixty-six** and duly recorded on Film No. **----- Microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

~~I FURTHER CERTIFY~~, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Pocatello,** in the County of **Bannock,**

~~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 **20th** day of **October,** A.D. **1966**.

Secretary of State.

ARTICLES OF INCORPORATION

of

POCATELLO SAND & GRAVEL, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned citizens of the United States of America, all over the age of twenty-one years, have this day voluntarily associated ourselves together for the purpose of forming a Corporation under the laws of the State of Idaho, and we certify in writing:

I.

That the name of the Corporation is: "POCATELLO SAND & GRAVEL, INC."

II.

That the purpose for which said Corporation is formed is for the following purposes:

(a) To engage in the conduct of those business activities and services customarily performed in connection with the purchase, manufacture, processing and sale of sand and gravel, and other related activities.

(b) To sell or purchase its own stock, or to sell and purchase the corporate stock of any other corporation; to take, own, and hold mortgages or other liens;

(c) To own real estate and to dispose of the same in any manner that may be necessary for the benefit of said Corporation;

(d) To enter into, make and perform contracts of every kind with any person, firm, association, or corporation, municipality, State Government; to draw, make, accept, en-

dorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants and other negotiable or transferable instruments, and 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 all things necessary and convenient in carrying out the purposes for which this corporation is organized, and especially to exercise all of the powers and rights granted to general business corporations under the laws of the State of Idaho pertaining thereto.

III.

That the term for which said Corporation is to exist is perpetual.

IV.

That the principal office and place of business of said Corporation is Route # 1, P.O. Box 115, City of Pocatello, County of Bannock, State of Idaho.

V.

That the number of directors of said Corporation shall be not less than Three (3), nor more than Five (5).

VI.

That the President and Secretary-Treasurer of the Corporation shall be employed to execute in behalf of the Corporation, all necessary applications for such permits as may be required under Federal, State, or local laws.

VII.

The amount of the total authorized capital stock of the Corporation is \$50,000.00, divided into 50,000 shares of Common Stock of the par value of One Dollar (\$1.00) per

share. Holders of Common Stock in this Corporation shall be entitled to one vote for each and every share of Common Stock outstanding in his, her or its name, at any and all meetings of the Stockholders of the Corporation. ✓

VIII.

The amount of capital stock of said Corporation which has been actually subscribed is three (3) shares of Common Stock. The following are the names of the subscribers, their addresses and the number and par value of shares subscribed for by each:

<u>NAME AND ADDRESS:</u>	<u>SHARES</u>	<u>PAR VALUE</u>
William S. Hunziker 108 Fairbanks Avenue Pocatello, Idaho	One (1)	\$1.00
Phillip W. Meader P.O. Box 115 Pocatello, Idaho	One (1)	\$1.00
Ramona Bowden 311 West Siphon Road Chubbuck, Idaho	One (1)	\$1.00

IX.

Ownership of stock of the Corporation shall not be necessary to qualify for the office of director. A director, and any officer, may be removed at any time at a duly convened meeting of the stockholders by a majority vote of all the stockholders. ✓

X.

Subject to limitations contained in the Laws of the State of Idaho or in the By-Laws, meetings of stockholders and meetings of the Board of Directors may be held at such times

and places within or without the State of Idaho, as the Board of Directors may, from time to time, appoint.

XI.

Dividends shall be declared and paid at such times and in such amounts as the Board of Directors may, from time to time determine, but declared and paid only from surplus, and in accordance with the provisions of Idaho Code Section 30-130.

XII.

The Corporation shall have the power to provide in the By-Laws, by contract, or otherwise, for such restrictions upon the transfer of its capital stock as it may deem desirable, including a provision for the first right of refusal in the Corporation upon its stock at the price for which a stockholder shall have received a bona fide offer to purchase.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 18th day of October, 1966.

NAME:

Residence:

William S. Hunziker
William S. Hunziker

108 Fairbanks Avenue,
Pocatello, Idaho

Phillip W. Meader
Phillip W. Meader

P.O. Box 115
Pocatello, Idaho

Ramona Bowden
Ramona Bowden

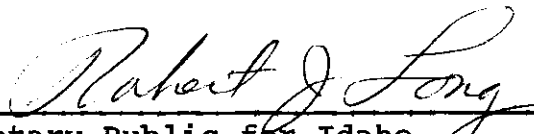
311 West Siphon Road
Chubbuck, Idaho

STATE OF IDAHO)
) ss
County of Bannock)

On this 18th day of October, 1966, before me,
the undersigned, a Notary Public in and for said County and
State, personally appeared WILLIAM S. HUNZIKER, PHILLIP W.
MEADER and RAMONA BOWDEN, known to me to be the persons whose
names are subscribed to the foregoing instrument, and acknow-
ledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal the day and year in this Certi-
ficate first above written.

(SEAL)



Notary Public for Idaho
Residing at: Pocatello, Idaho