

FILED

ARTICLES OF INCORPORATION

OF

BENSON ELECTRIC, INC.

99 MAR 25 AM 8:50

SECRETARY OF STATE
STATE OF IDAHO

1. Name. The name of the corporation is BENSON ELECTRIC, INC.

2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be one thousand (1,000), all of which shall be common voting stock.

3. Registered office and agent. The registered office of the corporation is P. O. Box 521, Hagerman, Idaho 83332, and its registered agent at that address is Clint Benson.

4. Incorporators. The names and addresses of the incorporators are:

Clint Benson
P. O. Box 521, Hagerman, Idaho 83332

5. Voting Entitlement of Shares.

(1) Except as provided in sections (2) and (4) of this Article, each outstanding share, regardless of class, is entitled to one (1) vote on each matter voted on at a shareholders' meeting. Only shares are entitled to vote.

(2) This corporation is not entitled to vote treasury shares. The shares of this corporation are not entitled to vote if they are owned, directly or indirectly, by a second corporation, domestic or foreign, and this corporation owns, directly or indirectly, a majority of the shares entitled to vote for directors of the second corporation.

(3) Section (2) of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.

(4) Redeemable shares are not entitled to vote after notice of redemption is mailed to the holders and a sum sufficient to redeem the shares has been deposited with a bank, trust company, or other financial institution under an irrevocable obligation to pay the holders the redemption price on surrender of the shares.

In witness whereof, we have subscribed these Articles of Incorporation this 24 day of March, 1999.

IDAHO SECRETARY OF STATE

03/25/1999 09:00

CX: 20451 CT: 65177 DJ: 200436

100.00 = 100.00 CORP # 2

Clint Benson
CLINT BENSON, Incorporator

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