

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY OF WASHINGTON CONSTRUCTION CO.

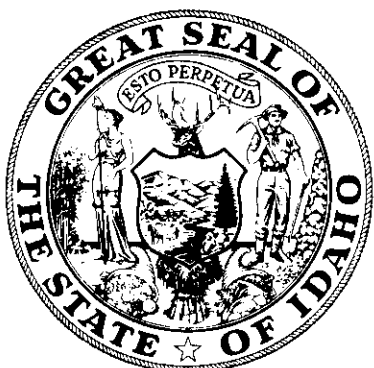
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WASHINGTON CONSTRUCTION CO.

_____ for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to WASHINGTON CONSTRUCTION CO.

to transact business in this State under the name WASHINGTON CONSTRUCTION CO.
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated March 18, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Muriel E. Artach
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Washington Construction Co.
2. *The name which it shall use in Idaho is Washington Construction Co.
3. It is incorporated under the laws of Montana
4. The date of its incorporation is April 1, 1977 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 500 Taylor Avenue, P.O. Box 8989, Missoula, MT 59807
6. The street address of its proposed registered office in Idaho is 300 North 6th Street,
Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
All areas of heavy construction, such as, roads, streets, highways,
dams, airports, mining, aggregate crushing, grading, etc.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached List		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
50,000	Common	No Par

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>No Par</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 15, 19 82.

By _____

Its _____ President

and _____

Its _____ Secretary

STATE OF MONTANA)
)ss:
COUNTY OF MISSOULA)

I, Dorn Parkinson, a notary public, do hereby certify that on this 15th day of March, 19 82, personally appeared before me Dennis R. Washington, who being by me first duly sworn, declared that he is the President of Washington Construction Co.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Don Parkinson

Notary Public

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

8.

<u>Name</u>	<u>Office</u>	<u>Address</u>
Dennis R. Washington	President/Director	3121 Old Pond Rd., Missoula, MT 59801
Bruce F. McIntyre	Vice-President	380 Cumberland, Lolo, MT 59847
Helen B. Miller	Secretary/Treasurer	635 E. Central, Missoula, MT 59801
Nathan S. English, Jr.	Director	Lolo Creek Rd., Lolo, MT 59847
Milton Datsopoulos	Director	207 Pattee Creek Rd., Missoula, MT 59801
Donald A. Peressini	Director	4800 Evergreen Rd., Missoula, MT 59801

SECRETARY OF STATE
STATE OF MONTANA

Jim Waltermire
Secretary of State

State Capitol
Helena, Montana 59620

CERTIFICATION

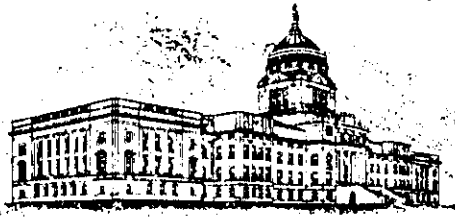
I hereby certify that the attached is a true and complete copy
of the 12 page document(s) on file in this office.

DATED: March 12, 1982

Jim Waltermire
SECRETARY OF STATE

By: Florence Hersley
Deputy

Office of the Secretary of State



OF THE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

WASHINGTON CORPORATIONS

duly executed pursuant to the provisions of Section 15-2247 of the Revised Codes of Montana, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

WASHINGTON CORPORATIONS

and attach hereto a duplicate original of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this **first**

(GREAT SEAL)

day of **April** A.D. 19 **77**

Frank Murray
FRANK MURRAY
Secretary of State

JoAnn Woodgerd
By JoANN WOODGERD
Chief Deputy

255804

ARTICLES OF INCORPORATION
OF
WASHINGTON CORPORATIONS

STATE OF MONTANA

FILED

APR 1 - 1977

FRANK MURRAY

SECRETARY OF STATE

Kenneth W. Brown
Atty. Gen. \$ 70.00 Deputy

We, the undersigned natural persons of the age of twenty-one (21) years, or more, acting as incorporators of a corporation under the Montana Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is WASHINGTON CORPORATIONS.

II.

The period of its duration shall be perpetual.

III.

The purpose or purposes for which the corporation is organized are:

1. To own, conduct operate, maintain and carry on the business of purchasing, owning and holding the stock of other corporations, and to do every act and thing covered generally by the denomination "holding corporation", and especially to direct the operations of other corporations through the ownership of stock therein; to purchase, subscribe for, acquire, own, hold, sell, exchange, assign, transfer, create security interests in, pledge, or otherwise dispose of shares of voting trust certificates for shares of the capital stock, or any bonds, notes, securities, or

evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state or district or country, nation, or government and also bonds or evidences of indebtedness of the United States or of any state, district, territory, dependency or country or subdivision or municipality thereof; to issue in exchange therefor shares of the capital stock, bonds, notes, or other obligations of the corporation and while the owner thereof to exercise all the rights, powers, and privileges of ownership including the right to vote on any shares of stock or voting trust certificates so owned; to promote, lend money to, and guarantee the dividends, stocks, bonds, notes, evidences of indebtedness, contracts, or other obligations of, and otherwise aid in any manner which shall be lawful, any corporation or association of which any bonds, stocks, voting trust certificates, or other securities or evidences of indebtedness shall be held by or for this corporation, or in which, or in the welfare of which, this corporation shall have any interest, and to do any acts and things permitted by law and designed to protect, preserve, improve, or enhance the value of any such bonds, stocks, or other securities or evidences of indebtedness or the property of this corporation, and to do any and all things necessary and pertaining to said business.

2. To purchase, own, lease, rent, and in any manner acquire and dispose of real estate, buildings and land, and to purchase, own, lease, rent, or in any manner acquire and hold equipment, inventory, improvements, or any interest therein in such manner and under such conditions and for such period of time as may be expected for the conduct of its business in all of its ramifications.

3. To maintain offices and stores for the transaction of its business, and to hold without limit, and to purchase and convey real and personal property of all kinds, both within and without the State of Montana.

4. To manufacture, repair, rebuild, remodel, own, sell, assign, or otherwise transfer and convey and trade in goods, wares, merchandise and property, at wholesale or retail, whether made or produced by this corporation or by other corporations, entities or persons.

5. To secure, acquire and turn to account any license patent, trademark, concession or any property rights or privileges of a like character, and to carry on any business which said corporation may deem proper, directly or indirectly, to effectuate, and accomplish any of the ends or purposes of this corporation.

6. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

7. To make contracts and guarantees and incur liabilities,

borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

8. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental to them, or connected with them that are not forbidden by the Montana Business Corporation Act, by other law, or by these Articles of Incorporation.

9. The foregoing clauses shall be construed and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent powers and purposes, and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of this corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted by the Business Corporation Act of this state, to corporations organized thereunder, and all the powers conferred by all Acts heretofore or hereafter amendatory or supplemental to that Act, and the enumeration of certain powers as herein specified

is not intended as exclusive of or as a waiver of any of the powers, rights, or privileges granted or conferred by that Act, now or hereinafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that Act may not at the time lawfully carry on or do.

IV.

The amount of the capital stock of this corporation shall be \$50,000.00, consisting of 50,000 shares of common capital stock with no par value.

V.

In the event that the Board of Directors offers for sale authorized but unissued capital stock of the corporation, the holders of the capital stock of the corporation, at that time outstanding, shall have the exclusive right to subscribe in proportion to their holdings for the capital stock so to be issued.

In the event of the increase of the authorized capital stock, the holders of the capital stock of the corporation at that time outstanding shall have the exclusive right to subscribe in proportion to their holdings for the capital stock so to be authorized and issued.

VI.

Provisions for the regulations of the internal affairs of the corporation are:

None are stated here as these provisions will be contained in the By-Laws of the corporation.

VII.

The address of the initial registered office of the corporation is 500 Taylor Street, Missoula, Montana, and the name of its initial registered agent at said address is Dennis R. Washington.

VIII.

The number of directors constituting the initial Board of Directors of the corporation is four (4), and the names and 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:

Donald R. Peressini
4800 Evergreen Road
Missoula, Montana 59801

Nathan S. English, Jr.
117 Ben Hogan Drive
Missoula, Montana 59801

Milton Datsopoulos
207 Pattee Creek Drive
Missoula, Montana 59801

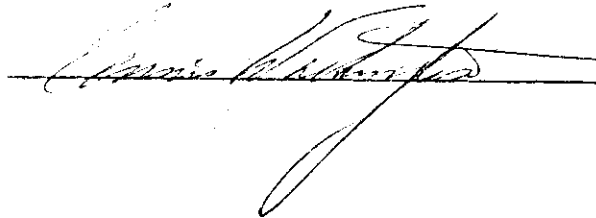
Dennis R. Washington
3121 Old Pond Road
Missoula, Montana 59801

IX.

The name and address of the incorporator is:


Dennis R. Washington
3121 Old Pond Road
Missoula, Montana 59801

IN WITNESS WHEREOF, I, the undersigned, do make, execute and file these Articles of Incorporation for the objects and purposes stated herein, and accordingly do hereunto set my hand this 28th day of March, 1977.



STATE OF MONTANA)
: ss.
COUNTY OF MISSOULA)

I, Dora Parkinson, a notary public in and for said state, hereby certify that on the 28th day of March, 1977, personally appeared before me Dennis R. Washington who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.



Notary Public for the State of Montana
Residing at Missoula
My commission expires: Feb 5, 1979



**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF INCORPORATION**

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of

WASHINGTON CORPORATIONS

duly executed pursuant to the provisions of Section 35-1-209 of the ~~Revised Codes of Montana, 1947~~ ^{Montana Code Annotated}, have been received in my office and found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Amendment to the Certificate of Incorporation of
WASHINGTON CONSTRUCTION CO.

formerly

WASHINGTON CORPORATIONS

and attach hereto a duplicate original of the Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 6th

(GREAT SEAL)

day of November A.D. 19 79

FRANK MURRAY
Secretary of State

Leonard C. Larson

By

GAY XXX BWA XXX
Chief Deputy

276083
STATE OF MONTANA

FILED

NOV 6 - 1979

FRANK MURRAY

SECRETARY OF STATE

Deputy

AMENDED ARTICLES OF INCORPORATION
OF
WASHINGTON CORPORATIONS

In accordance with the statutory requirements of M.C.A. 35-1-209, the following shall constitute Articles of Amendment of the Articles of Incorporation of Washington Corporations.

I

The name of this corporation is Washington Corporations.

II

The resolution amending the Articles of Incorporation is as follows:

RESOLVED, that the name of this corporation be hereby changed from Washington Corporations to Washington Construction Co., effective October 1, 1979.

III

The amendment as set forth in Paragraph II above, was adopted by the shareholders at a meeting duly held and convened on September 17, 1979.

IV

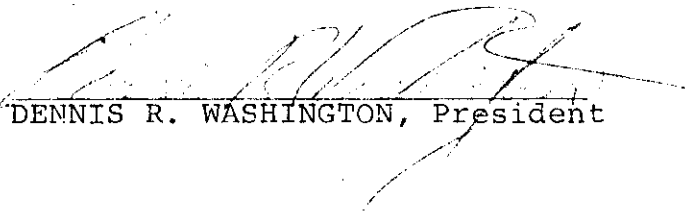
The number of common shares outstanding and entitled to vote on the adopted resolution was One Thousand (1,000).

V

The number of shares voting to adopt such resolution was One Thousand (1,000). The number of shares voting against the adoption of such resolutions was zero (0). The number of shares not voting at this meeting was zero (0).

Dated: September 17, 1979

Executed By:


DENNIS R. WASHINGTON, President


HELEN B. MILLER, Secretary

STATE OF MONTANA)

County of Missoula)

) ss.

On this 17th day of September, 1979, before me, the undersigned, a notary public for the State of Montana, personally appeared DENNIS R. WASHINGTON, known to me to be the president of the corporation that executed the within instrument and on behalf of said corporation acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.

(NOTARIAL SEAL)

Helen Parkin
Notary Public for the State of
Montana. Residing at Missoula,
Montana. My commission expires:
February 5, 1982

STATE OF MONTANA)

County of Missoula)

) ss.

On this 17th day of September, 1979, before me, the undersigned, a notary public for the State of Montana, personally appeared HELEN B. MILLER, known to me to be the secretary of the corporation that executed the within instrument and on behalf of said corporation acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.

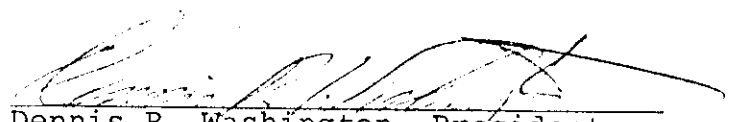
(NOTARIAL SEAL)

Helen Parkin
Notary Public for the State of
Montana. Residing at Missoula,
Montana. My commission expires:
February 5, 1982

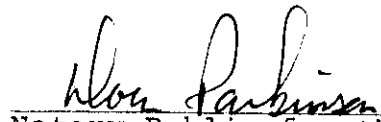
VERIFICATION

STATE OF MONTANA)
) ss.
County of Missoula)

Dennis R. Washington, being first duly sworn upon oath, deposes and says that he has read the Amended Articles of Incorporation for Washington Corporations, dated the 17th day of September, 1979, and that the facts and matters contained therein are true, accurate and complete to the best of his knowledge and belief.


Dennis R. Washington, President

Subscribed and sworn to before me this 17th day of September, 1979.


Notary Public for the State of
Montana. Residing at Missoula,
Montana. My commission expires:
February 5, 1981

(NOTARIAL SEAL)