

CERTIFICATE OF INCORPORATION

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

T & W EXCAVATING CO.

was filed in the office of the Secretary of State on the

of October A.D. One Thousand Nine Hundred Sixty-five and will be duly recorded on Film No-microfilm 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

Twin Falls, in the County of Twin Falls.

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 4th day of October, A.D., 19 65.

Fourth

Secretary of State.

day

ARTICLES OF INCORPORATION

 \mathbf{OF}

T & W EXCAVATING CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho.

And we hereby certify in writing:

I.

That the name of said corporation shall be "T & W EXCAVATING CO."

II.

That the purposes for which said corporation is formed are:

- (1) To engage in the business of excavation and construction work, to make estimates for itself and others and to bid upon, enter into and carry out contracts for excavating for tile and concrete ditches, basements and all other excavating work and for land leveling and the like and to do construction work on lands and structures or other things and to acquire and hold the necessary equipment and property, real and personal, to carry out the above objects.
- (2) To carry on any other kind of business or business activities convenient or necessary in connection with any of the business activities specifically set forth above.
- (3) To purchase, lease, own, sell, mortgage, sub-lease, and otherwise acquire and dispose of lands, buildings, easements and all rights in real property as well as personal property which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person and to acquire and take over the good will, property, rights, franchises and assets of every kind and the liabilities of any person, firm, association or corporation either in whole or in part and to pay for the same in cash, stock or bonds of the corporation or otherwise.

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said corporation, and to issue debentures or other evidences of indebtedness therefor and to obligate the assets of the corporation as security for such indebtedness; to act as surety and guarantor in any and all types of engagements including the power to execute, endorse and deliver contracts, and to guarantee the prompt and faithful performance and payment of debts, notes, agreements, contracts and undertakings of any other person, firm, partnership or corporation; and including also the power to act as an accommodation, co-maker or guarantor of obligations either as primary or secondary obligor.

(4) To borrow money and otherwise obtain credit for the account of

- (5) In the purchase of or acquisition of property, business rights or franchises or for any other object in and about its business or affairs, to incur debt and to borrow and secure the payment of money in any lawful manner including the issue and sale or other disposition of bonds, debentures, notes and other evidences of indebtedness.
- (6) Without in any manner limiting any of the objects, purposes or powers of the corporation, the business or purposes of said corporation shall be from time to time to do any one or more of all of the acts or things herein set forth, as well as the other acts and things reasonably incident, necessary or convenient thereto.
- (7) The several subdivisions contained in this paragraph of purposes shall be construed as both purposes and powers of said corporation, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on business corporations by the laws of the State of Idaho, all of which powers are hereby expressly claimed.

III.

That said corporation shall have perpetual existence.

IV.

That the registered office of said corporation in the State of Idaho shall be located in Twin Falls, in the County of Twin Falls, and that the post office address of said registered office shall be Twin Falls, Idaho;

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 That the authorized capital stock of said corporation shall be \$100,000.00, divided into 1,000 shares of a par value of \$100.00 each, and that the total authorized number of shares shall be 1,000 and their total par value shall be \$100,000.00. No share of stock of the corporation when issued and fully paid for shall be subject to assessment.

VI.

That the amount of capital stock of said corporation which has been actually subscribed is \$400.00, and that the following are the names and post office addresses of each of the incorporators and the number of shares subscribed by each:

NAME OF INCORPORATOR	POST OFFICE ADDRESS	NO. OF SHARES SUBSCRIBED
Elver Tell	125 Larkspur Drive Twin Falls, Idaho	1
Opal Tell	125 Larkspur Drive Twin Falls, Idaho	1
Paul R. Welch	512 - 2nd Avenue North Twin Falls, Idaho	1
Lillian Welch	512 - 2nd Avenue North Twin Falls, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands this 1st day of October, 1965.

Plus Tell

Paul R. Wolch

Lillian Welch

On this ______ day of October, 1965, before me, the undersigned, a Notary Public in and for said County and State, personally appeared ELVER TELL and OPAL TELL, husband and wife, and PAUL R. WELCH and LILLIAN WELCH, husband and wife, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

SS.

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

Notary Public for Idaho Residing at Twin Falls, Idaho.

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