

## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

#### **BARBER SEWER COMPANY**

was filed in the office of the Secretary of State on **January 30**, 19 **78**  
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 **Boise, Idaho** in the county of **Ada**.

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 **30th**  
day of **January**, A.D., 19**78**.

**Pete T. Cenarrusa**

Secretary of State

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Corporation Clerk

ARTICLES OF INCORPORATION

of

BARBER SEWER COMPANY

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SECRETARY OF STATE  
STATE OF IDAHO  
JAN 30 3 51 PM '78

KNOW ALL MEN BY THESE PRESENTS, that we, the under-  
signed, each of whom is a bona fide resident of the State of Idaho, of  
legal age, and a citizen of the United States of America, have this day  
voluntarily associated ourselves together for the purpose of forming a  
corporation under the laws of the State of Idaho, and pursuant thereto,  
certify as follows:

ARTICLE I

The name of this corporation shall be "BARBER SEWER  
COMPANY".

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The objects and purposes for which this corporation is formed  
are: as principal, agent or otherwise, to do, in any part of the world,  
any and all of the things and exercise any and all of the powers granted  
or permitted by the laws of the State of Idaho to the same extent as  
natural persons might or could do. In furtherance thereof we expressly  
provide that this corporation shall have power to engage in any business,  
perform any act, do anything and exercise any and all powers conferred  
by the laws of the State of Idaho to the same extent as natural persons  
might or could do.

#### ARTICLE IV

The registered office of this corporation and the principal place for the transaction of its business is hereby defined as Boise, Ada County, Idaho. 707 No. 27<sup>th</sup> St. 83702,

#### ARTICLE V

The number of directors which shall constitute the whole Board shall be three (3).

#### ARTICLE VI

The number of shares of stock which this corporation is authorized to issue is 25,000 shares of common stock at the par value of \$1.00 each aggregating \$25,000.00 par value.

The relative rights, voting power, preferences and restrictions granted to or imposed upon these shares shall be as follows:

1. Dividends, payable in cash, stock, or otherwise, as may be determined by the Board of Directors may be declared and paid on the common stock from time to time out of any funds legally available therefor.
2. The holders of the common stock shall be entitled to one vote for each share held at all meetings of the shareholders of the corporation.
3. In the event of any liquidation, dissolution or winding up of the affairs of the corporation, the assets and funds of the corporation shall be distributed among the holders of the common stock according to their respective shares.
4. The corporation shall be entitled to treat the person in whose name any share, right or option 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, right or option on the part of any other person, whether or not the corporation shall have notice thereof, save as may be expressly provided by the laws of the State of Idaho.
5. No holder of any shares of any class of stock of the corporation shall be entitled as such, as a matter of right, to subscribe for or purchase or receive any part of any unissued stock of any class of the corporation, or of any stock of any class issued and thereafter acquired by the corporation, whether now authorized or hereafter created, or of any

securities of any kind convertible into or evidencing the right to subscribe for or purchase or receive the stock of any class of the corporation, whether now authorized or hereafter created, and in either case, whether issued for cash, property, services or any other consideration, but such additional shares of stock or other securities convertible on the stock may be issued or disposed of by the Board of Directors to such persons and on such terms as in its discretion shall be deemed advisable.

#### ARTICLE VII

Fully paid shares of the stock of the corporation shall not be subject to assessment.

#### ARTICLE VIII

This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

#### ARTICLE IX

In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

1. To repeal and amend the By-laws of the corporation and to adopt new By-laws.
2. To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.
3. To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for depreciation and depletion and losses of every character, or to abolish any such reserves in a manner allowed by laws of the State of Idaho.
4. By resolution passed by a majority of the whole Board, to designate two or more of the directors to constitute an executive committee, which to the extent provided in such resolution shall have and exercise the authority of the Board of Directors in the management of the corporation.
5. When and as authorized by the affirmative vote of the holders of the majority of the stock issued and outstanding

having voting power given at a shareholders' meeting duly called for that purpose, the Board of Directors shall have power and authority to sell, lease or exchange all the assets of the corporation, other than its franchise of being the corporation, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock of any other corporation or corporations, as its Board of Directors shall deem expedient for the best interests of the corporation.

It is further resolved, that the president or a vice president and secretary of said corporation be and they hereby are authorized and directed to make, execute and swear to articles of amendment, and to cause such articles of amendment to be filed with the Secretary of State of Idaho and filed for record in the office of the County Recorder of the County in which the registered office of such corporation is located, in the manner required by law.

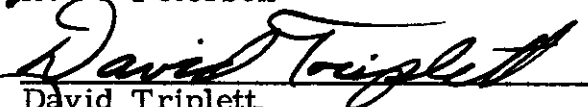
#### ARTICLE X

The amount of capital stock actually subscribed is one share each by the persons whose names and residences are as follows:

A. T. Peterson	707 N. 27th Street Boise, Idaho 83703
David Triplett	7400 Warm Springs Avenue Boise, Idaho 83706
James Rees	9105 Aquarius Boise, Idaho 83705

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 30 day of Jan, 1978.

  
A. T. Peterson

  
David Triplett

  
James Rees

STATE OF IDAHO )

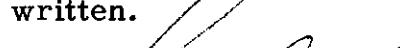
) SS

County of Ada )

On this 30TH day of Jan, 1978, before me,

IN WITNESS WHEREOF, I have hereunto set my hand and affixed

bove written.



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Notary Public for Idaho  
Residing at Boise, Idaho