

State of Idaho

Department of State

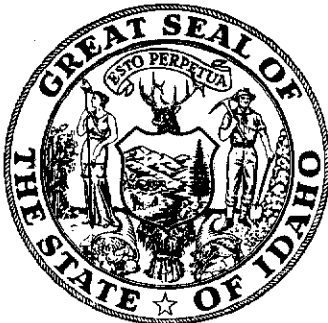
CERTIFICATE OF DISSOLUTION OF

GROVOM & SONS CONSTRUCTION, INC.
File Number C 112318

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of GROVOM & SONS CONSTRUCTION, INC., duly executed 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: October 21, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

Oct 16 8 28 AM '96
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF DISSOLUTION
OF GROVOM & SONS CONSTRUCTION, INC.

Oct 21 10 10 AM '96
SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, constituting and representing the owners of all of the voting shares of GROVOM & SONS CONSTRUCTION, INC., and all of the outstanding shares of GROVOM & SONS CONSTRUCTION, INC., do hereby adopt the following Articles of Dissolution for such corporation pursuant to Idaho Code §30-1-92.

FIRST: The name of the corporation is GROVOM & SONS CONSTRUCTION, INC., and its address is Route 1, Box 116, Lenore, Idaho 83541.

SECOND: The names and addresses of the last officers and directors of the corporation and their respective offices are as follows:

Director.....Douglas A. Grovom
Route 1, Box 116
Lenore, ID 83541

Director.....Roberta M. Grovom
Route 1, Box 116
Lenore, ID 83541

Director.....Shane A. Grovom
Route 1, Box 116
Lenore, ID 83541

Director.....James Ralston
Route 1, Box 116
Lenore, ID 83541 Lapwai

Director.....Clark Jenks
Route 1, Box 116
Lenore, ID 83541

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IDAHO SECRETARY OF STATE
DATE 10/16/1996 0900 82423
CK #: 3452 CUST# 4725
PROF DISSO
30.00= 30.00

LAW OFFICES OF
CLARK AND FEENEY
200 WISTON, IDAHO 83501

President.....Douglas A. Grovom
Route 1, Box 116
Lenore, ID 83541

Secretary/Treasurer.....Roberta M. Grovom
Route 1, Box 116
Lenore, ID 83541

THIRD: The notices required by Idaho Code §30-1-87 have been given in compliance with the law.

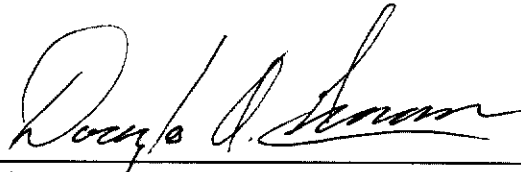
FOURTH: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore.

FIFTH: All the remaining property and assets of the corporation have been distributed in accordance with the distribution provision in the Articles of Incorporation, or if there be no such provision, among the shareholders in proportion to their respective rights and interests.

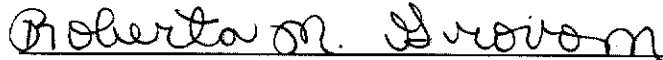
SIXTH: There are no suits pending against the corporation in any court, nor is there any judgment, order or decree outstanding against GROVOM & SONS CONSTRUCTION, INC. which has not been complied with.

SEVENTH: A verified copy of the Resolution to Dissolve (in the form of a duplicate original of the same verified by the Secretary-Treasurer of the corporation) is annexed to these Articles of Dissolution.

DATED this _____ day of _____, 1996.



DOUGLAS A. GROVOM, President



ROBERTA M. GROVOM, Secretary/Treasurer



SHANE A. GROVOM

VERIFICATION

STATE OF IDAHO

)

) ss.

County of Nez Perce

)

I, Connie W. Taylor, a notary public, do hereby certify that on the _____ day of _____, 1996, personally appeared before me DOUGLAS A. GROVOM and ROBERTA A. GROVOM, who, being by me first duly sworn, declared that they are the President and Secretary/Treasurer, respectively, of GROVOM & SONS CONSTRUCTION, INC., that they signed the foregoing Articles of Dissolution as President and Secretary/Treasurer of the corporation, and that the statements therein contained are true.

Notary Public in and for the State
of Idaho, residing at Lewiston therein.

My Commission expires: _____

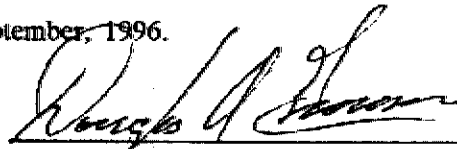
RESOLUTION

BE IT RESOLVED by the Board of Directors of GROVOM & SONS CONSTRUCTION, INC. that pursuant to Idaho Code §30-1-84(a) the Board of Directors do hereby recommend that the corporation be dissolved, and do hereby direct that the question of such dissolution be submitted to a vote at a special meeting of shareholders to be held on October 4, 1996.

BE IT FURTHER RESOLVED that a written notice shall be given to each shareholder of record entitled to vote at such special meeting of shareholders, and that the shareholders be requested to execute a written waiver that the notice be within the time provided by law, and if such waiver is not executed, that the special meeting of shareholders be rescheduled for a later date and notice of the meeting shall be given to each shareholder of record entitled to vote within the time and in the manner provided by law for the giving of notice of meetings of shareholders.

The notice of meeting to shareholders shall state that one of the purposes of such meeting is to consider the advisability of dissolving the corporation.

DATED this 4th day of September, 1996.



DOUGLAS A. GROVOM



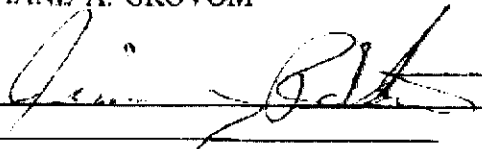
ROBERTA M. GROVOM

SENT BY: LAW OFFICES

: 10-18-96 : 1:36PM :

CLARK & FEENEY - Idaho Sec. of State: # 3/ 3


SHANE A. GROVOM


CLARK H. FEENEY


CLARK H. FEENEY