



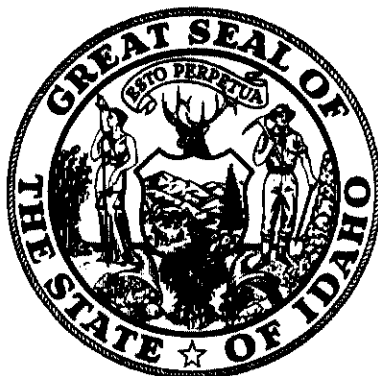
**CERTIFICATE OF INCORPORATION
OF**

EVANS DESIGN, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 07, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth Vasala*

92536

REC'D
SEC. OF STATE

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

30 JUN 11 PM 2 18

OF

30 JUN 7 AM 9 01

EVANS DESIGN, INC.

KNOW ALL MEN BY THESE PRESENTS: THAT I, DARRELL J. EVANS, BEING A NATURAL PERSON AND CITIZEN OF THE UNITED STATES OF AMERICA, DESIRING TO ASSOCIATE MYSELF AS A CORPORATION UNDER THE NAME AS ABOVE SET FORTH, FOR THE PURPOSE OF BECOMING A BODY CORPORATE AND POLITIC UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF IDAHO, AND IN ACCORDANCE WITH THE PROVISIONS OF THE LAWS OF SAID STATE, DO HEREBY MAKE, EXECUTE AND ACKNOWLEDGE THIS CERTIFICATE IN WRITING OF MY INTENTION TO BECOME A BODY CORPORATE UNDER AND BY VIRTUE OF SAID LAWS.

ARTICLE 1.

CORPORATE NAME

THE NAME OF THE PROPOSED CORPORATION IS EVANS DESIGN, INC.

ARTICLE 2.

PURPOSES AND OBJECTS

THE NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED, PROMOTED AND CARRIED ON, ARE TO DO ANY AND ALL THINGS HEREIN MENTIONED AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, AND IN ANY PART OF THE WORLD, TO-WIT:

SECTION 2.01

TO ENGAGE IN THE GENERAL DESIGN BUSINESS AND ALL ITS BRANCHES, AND ENTER INTO ALL MATTERS AND THINGS CONTAINED IN THE FIELD OF GENERAL DESIGN;

TO RENDER ARCHITECTURAL SERVICE REQUIRED IN THE ERECTION, ENLARGEMENT, ALTERATION, OR REPAIR OF ANY BUILDING, WHERE SUCH BUILDING IS TO BE USED, OR IS USED, AS A SINGLE OR MULTIPLE FAMILY RESIDENCE NOT EXCEEDING TWO STORIES IN HEIGHT, OR AS A FARM BUILDING, OR FOR THE PURPOSE OF OUTBUILDINGS OR AUXILIARY BUILDINGS IN CONNECTION WITH SUCH RESIDENTIAL OR FARM PREMISES;

THE RENDERING OF ANY ARCHITECTURAL SERVICE REQUIRED IN THE ERECTION, ENLARGEMENT, ALTERATION OR REPAIR OF ANY BUILDING WHICH DOES NOT INVOLVE THE PUBLIC HEALTH OR SAFETY TO ENGAGE IN

1 THE GENERAL INTERIOR DESIGN BUSINESS AND ALL ITS BRANCHES, AND IN
2 THAT CAPACITY TO DO AND ENTER INTO ALL MATTERS AND THINGS
CONTAINED IN THE FIELD OF GENERAL INTERIOR DESIGN;

3 TO ENGAGE IN THE GENERAL LANDSCAPE, DESIGN AND GENERAL
4 CONSTRUCTION BUSINESS AND ALL ITS BRANCHES, AND IN THAT CAPACITY
5 TO DO AND ENTER INTO ALL MATTERS AND THINGS CONTAINED IN THE
6 FIELD OF GENERAL LANDSCAPE, DESIGN AND GENERAL CONSTRUCTION;

7 TO ENGAGE IN THE BUSINESS OF SITE PLANNING, REGIONAL
8 PLANNING, LAND USE AND ECOLOGICAL PLANNING OR ANY OTHER TYPE OF
9 PLANNING IN ANYWISE ASSOCIATED THEREWITH;

10 TO ACT AS A GENERAL CONTRACTOR OR SUBCONTRACTOR FOR THE
11 CONSTRUCTION, REPAIRING AND REMODELING OF BUILDINGS, PUBLIC WORKS
12 OF ALL KINDS, AND FOR THE IMPROVEMENT OF REAL ESTATE, AND THE
13 DOING OF ANY AND ALL OTHER BUSINESS AND CONTRACTING
14 INCIDENTAL THERETO, OR CONNECTED THEREWITH, AND THE DOING AND
15 PERFORMING OF ANY AND ALL ACTS OR THINGS NECESSARY, PROPER OR
16 CONVENIENT FOR OR INCIDENTAL TO THE FURTHERANCE OR THE CARRYING
17 OUT OF THE POWERS OR PURPOSES HEREIN MENTIONED;

18 TO PURCHASE, IMPROVE, DEVELOP, LEASE, EXCHANGE, SELL,
19 DISPOSE OF, AND OTHERWISE DEAL IN AND TURN TO ACCOUNT, REAL
20 ESTATE, TO PURCHASE, LEASE, BUILD, CONSTRUCT, ERECT, OCCUPY AND
21 MANAGE BUILDINGS OF EVERY KIND AND CHARACTER WHATSOEVER; AND

22 TO FINANCE AND PURCHASE IMPROVEMENT, DEVELOPMENT, AND
23 CONSTRUCTION OF LAND AND BUILDINGS BELONGING TO OR TO BE ACQUIRED
24 BY THIS COMPANY, OR ANY OTHER PERSON, FIRM OR CORPORATION; AND

25 TO DO ANY AND ALL OTHER LAWFUL BUSINESS IN ANYWISE
26 AFFILIATED WITH OR ASSOCIATED THEREWITH.

SECTION 2.02

TO ACQUIRE, OWN, OPERATE, SELL, EXCHANGE, LET OR LEASE
FACILITIES FOR THE CONDUCT OF SAID BUSINESS WITHIN THE STATE OF
IDAHO OR OUTSIDE THE STATE OF IDAHO.

SECTION 2.03

TO BORROW MONEY FOR THE PURPOSES OF THIS CORPORATION; TO
ISSUE BONDS, NOTES AND DEBENTURES AND OTHER EVIDENCES OF
INDEBTEDNESS THEREFORE AND TO SECURE THE SAME BY MORTGAGE OR
PLEDGE OF PERSONAL PROPERTY, INCLUDING THE INCOME OF SAID
CORPORATION OR BY MORTGAGE OF REAL PROPERTY EXECUTED IN TRUST OR
OTHERWISE. ALL OR ANY PORTION OF THE REAL OR PERSONAL PROPERTY
OF THE CORPORATION MAY BE SO PLEDGED, MORTGAGED OR HYPOTHECATED.

SECTION 2.04

TO BUILD ANY OR ALL BUILDINGS, STRUCTURES OR WAREHOUSES NECESSARY OR CONVENIENT FOR THE CONDUCT OF THE BUSINESS OF SAID CORPORATION OR OTHERS OR TO ACQUIRE THE SAME BY PURCHASE, LEASE OR OTHERWISE.

SECTION 2.05

TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, IN WHOLE OR IN PART, THE BUSINESS, GOODWILL, RIGHTS, FRANCHISES AND PROPERTY OF EVERY KIND AND TO TAKE OVER THE WHOLE OR ANY PART OF THE ASSETS OR LIABILITIES OF ANY PERSON, FIRM, ASSOCIATION OR CORPORATION ENGAGED IN OR AUTHORIZED TO BE CONDUCTED BY THIS CORPORATION OR OWNING PROPERTY NECESSARY OR SUITABLE FOR ITS PURPOSES AND TO PAY FOR THE SAME IN CASE, IN THE STOCK OR BONDS OF THIS CORPORATION OR OTHERWISE; TO HOLD OR IN ANY MANNER DISPOSE OF THE WHOLE OR ANY PART OF THE BUSINESS OR PROPERTY SO ACQUIRED AND TO EXERCISE ALL THE POWERS NECESSARY OR INCIDENTAL TO THE CONDUCT OF SUCH BUSINESS.

SECTION 2.06

TO ENTER INTO ANY CONTRACT, COOPERATIVE AGREEMENT OR PROFIT-SHARING PLAN WITH ITS OFFICERS OR EMPLOYEES THAT THE CORPORATION MAY DEEM ADVANTAGEOUS OR EXPEDIENT OR OTHERWISE TO REWARD OR PAY SUCH PERSONS FOR THEIR SERVICES AS THE DIRECTORS MAY DEEM FIT.

SECTION 2.07

TO PURCHASE OR OTHERWISE ACQUIRE, OWN, HOLD, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER OR OTHERWISE DISPOSE OF SHARES OF THE CAPITAL STOCK OF THIS CORPORATION OR EVIDENCES OF INDEBTEDNESS OF ANY KIND OR ANY KIND OR NATURE CREATED BY ANY CORPORATION OR CORPORATIONS, WHEREVER ORGANIZED, WHETHER PUBLIC OR PRIVATE.

SECTION 2.08

TO EXERCISE GENERALLY THE POWERS CUSTOMARILY EXERCISED BY BUSINESS CORPORATIONS AND PARTICULARLY THE POWERS PROVIDED BY THE LAWS OF THE STATE OF IDAHO REFERRING ESPECIALLY TO SECTION 30-1-4 OF THE IDAHO CODE IN ANY STATE OF THE UNITED STATES AND THROUGHOUT THE WORLD.

SECTION 2.09

TO CARRY ON ANY OTHER BUSINESS OR TO DO ANYTHING IN CONNECTION WITH THE OBJECTS AND PURPOSES ABOVE MENTIONED THAT MAY BE NECESSARY OR PROPER TO ACCOMPLISH SUCCESSFULLY OR PROMOTE THE

UDELL LAW OFFICES

ATTORNEY AND COUNSELOR AT LAW

300 LENORA STREET

P.O. BOX 1300A MC CALL IDAHO 83638

TELEPHONE (208) 634-2108

FAX (208) 634-2109

1 SAID OBJECTS AND PURPOSES. THE FOREGOING CLAUSES, BY REASON OF
2 THE SPECIFIC ENUMERATION OF POWERS, SHALL NOT BE HELD TO RESTRICT
3 THE POWER OF THE CORPORATION TO DO ANY OF THE THINGS WITHIN THE
4 PURVIEW OF ITS GENERAL PURPOSE.

5 ARTICLE 3.

6 CORPORATE DURATION

7 THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

8 ARTICLE 4.

9 REGISTERED OFFICE AND AGENT

10 SECTION 4.01

11 REGISTERED OFFICE

12 THE LOCATION OF THE REGISTERED OFFICE OF THE CORPORATION
13 IN THE STATE OF IDAHO IS 935 LICK CREEK ROAD, P.O. BOX 670, MC
14 CALL, IDAHO 83638.

15 SECTION 4.02

16 REGISTERED AGENT

17 THE REGISTERED AGENT OF THIS CORPORATION IN THE STATE OF
18 IDAHO IS DARRELL J. EVANS, WHOSE ADDRESS IS 935 LICK CREEK ROAD,
19 P.O. BOX 670, MC CALL, IDAHO 83638.

20 ARTICLE 5.

21 CAPITAL STOCK

22 THE TOTAL AUTHORIZED NUMBER OF PAR VALUE SHARES IS FIVE
23 HUNDRED (500). THE AGGREGATE PAR VALUE OF THE TOTAL AUTHORIZED
24 NUMBER OF PAR VALUE SHARES IS FIFTY THOUSAND AND NO/100 DOLLARS
25 (\$50,000.00), WHICH IS NON-ASSESSABLE. PAR VALUE SHALL BE ONE
26 HUNDRED DOLLARS (\$100.00) PER SHARE.

ARTICLE 6.

CLASSES OF STOCK

THE STOCK OF THE CORPORATION IS DIVIDED INTO 500 SHARES
OF COMMON STOCK ALL WITH EQUAL RIGHTS AND PRIVILEGES AND
PREEMPTIVE RIGHTS.

ARTICLE 7.

DIRECTORS

THE AFFAIRS OF THE CORPORATION WILL BE MANAGED BY A BOARD CONSISTING OF ONE DIRECTOR OR MORE IF SPECIFIED BY THE BY-LAWS. DIRECTORS OF THE CORPORATION SHALL BE ELECTED AT THE ANNUAL MEETING OF THE SHAREHOLDERS IN THE MANNER DETERMINED BY THE BY-LAWS. DIRECTOR VACANCIES SHALL BE FILLED IN THE MANNER PROVIDED BY THE BY-LAWS. THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF THE INCORPORATOR HEREOF, WHO IS TO SERVE AS A DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL ANY SUCCESSOR BE ELECTED AND QUALIFIES.

ARTICLE 8.

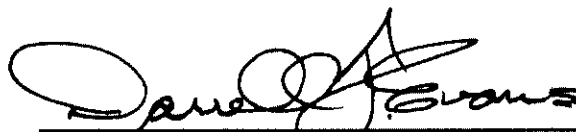
INCORPORATORS

THE NAME AND POST OFFICE ADDRESS OF EACH OF THE INCORPORATORS AND THE NUMBER OF SHARES FOR WHICH EACH SUBSCRIBED IS:

DARRELL J. EVANS
935 LICK CREEK ROAD
MC CALL, IDAHO 83638

1 SHARE.

DATED THIS 29TH DAY OF MAY, 1990.



DARRELL J. EVANS

STATE OF IDAHO,)
(SS.
COUNTY OF VALLEY.

ON THIS 29TH DAY OF MAY, 1990, BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC IN AND FOR SAID STATE, PERSONALLY APPEARED DARRELL J. EVANS, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE ABOVE AND FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED TO ME THAT HE EXECUTED THE SAME AS HIS OWN FREE ACT AND DEED.

UDELL and ELAM

ATTORNEYS AND COUNSELORS AT LAW

300 LENORA STREET

P.O. BOX 1300A McCALL IDAHO 83638

PHONE (208) 634-2108 or (208) 634-2200

FAX (208) 634-2109

1 IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND
2 AFFIXED MY OFFICIAL SEAL AS OF THE DAY AND YEAR IN THIS
3 CERTIFICATE FIRST ABOVE WRITTEN.

4 Bethleen Mullen
5 NOTARY PUBLIC FOR IDAHO
6 RESIDING IN NEW MEADOWS
7 MY COMMISSION EXPIRES 3/5/93
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