

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CLEMENT BROTHERS, INC.

File number C 116254

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: August 29, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is four (4) and the name and address of each person serving as a director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Mr. Brad Bowen
8044 North 5th West
IDAHO FALLS ID 83401

Ray Clement
3349 East 200 North
RIGBY ID 83442

Ryan Clement
371 North Ridge
IDAHO FALLS ID 83402

Todd Clement
311 East 65 North
IDAHO FALLS ID 83401

ARTICLE VIII

The name and address of the incorporator are:

Ryan Clement
371 North Ridge
IDAHO FALLS, ID 83402

ARTICLE IX

Provisions for the regulation of the internal affairs of the Corporation are: None

ARTICLE X

No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except:


a. For breach of a director's duty of loyalty to the Corporation or its stockholders.

b. For facts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.

c. Liability under §30-1-48 of the Idaho Code.

d. For any transaction from which the director derived an improper personal benefit.

DATED this 23 day of August, 1996.



Ryan Clement, Incorporator

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