



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

NATIONAL INDUSTRIAL CONSTRUCTORS INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **NATIONAL INDUSTRIAL CONSTRUCTORS INC.** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to **NATIONAL INDUSTRIAL CONSTRUCTORS, INC.** to transact business in this State under the name **NATIONAL INDUSTRIAL CONSTRUCTORS INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **April 9,** 19 **81**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is NATIONAL INDUSTRIAL CONSTRUCTORS, INC.

APR 9 9 01 AM '81
SECRETARY OF STATE

2. *The name which it shall use in Idaho is N/A

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is February 20, 1973 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, DE 19901

6. The address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., One Capital Center, 999 Main Street, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law; more specifically, general construction, contracting and building business and related activities.

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>see attachment</u>		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>common</u>	<u>\$1.00 par value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>common</u>	<u>\$1.00 par value</u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 31, 1981.

NATIONAL INDUSTRIAL CONSTRUCTORS INC.

By Paul L. Barrett
(Paul L. Barrett)

Its Vice President

and Betty Borin
(Betty Borin)

Its Assistant Secretary

STATE OF NEW HAMPSHIRE)

)ss:

COUNTY OF ROCKINGHAM)

I, Sharon M Carr, a notary public, do hereby certify that on this 31st day of MARCH, 1981, personally appeared before me (Paul L. Barrett), who being by me first duly sworn, declared that he is the Vice President of NATIONAL INDUSTRIAL CONSTRUCTORS INC.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Sharon M Carr
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

DIRECTORS

James E. Donlan
6 Harborview Dr.
Rye, NH 03801

Peyton H. Houston
Indian Chase Dr.
Greenwich, CT 06830

Paul M. Montrone
Great Hill
Hampton Falls, NH 03844

Marc. I. Stern
Pickpocket Woods
Exeter, NH 03833

OFFICERS

Carl A. Fern
Spanish Fort, AL 36527

Lanie W. Crowe
317 Briarwood Dr.
Mobile, AL 36608

Paul L. Barrett
32 Sweetbriar Lane
Hampton, NH 03842

Paul M. Montrone
(see opposite)

Robert E. Neiman
1200 Aberdeen Ct.
Mobile, AL 36609

Steven Shulman
29 Old Locke Rd.
North Hampton, NH 03862

Marc I. Stern
(see opposite)

Owen F. Leonard
15 Colonial Circle
Hampton, NH 03842

Peyton H. Houston
(see opposite)

Richard L. Buckingham
Exeter Rd.
Hampton Falls, NH 03844

Joseph E. Cox
536 Lafayette Rd.
Hampton, NH 03842

Anthony J. Garcia
65 Spring Grove Rd.
Andover, MA 01810

William Luke
Maple Ave, RFD 1
Atkinson, NH 03811

Betty Borin
Powwow River Rd.
East Kingston, NH 03827

President

Vice President and
General Manager

Vice President

Vice President

Vice President -
Business Development

Vice President

Vice President

Treasurer

Secretary

Assistant Treasurer

Assistant Treasurer

Assistant Treasurer

Assistant Treasurer

Assistant Secretary

9 01 AM '01
CERTIFICATE OF INCORPORATION

SECRETARY
OF

PARAGON CONSTRUCTION COMPANY

The undersigned, a natural person, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "General Corporation Law of the State of Delaware"), hereby certifies that:

FIRST: The name of the corporation (hereinafter called the "corporation") is

PARAGON CONSTRUCTION COMPANY

SECOND: The address, including street, number, city, and county, of the registered office of the corporation in the State of Delaware is 229 South State Street, City of Dover, County of Kent; and the name of the registered agent of the corporation in the State of Delaware at such address is The Prentice-Hall Corporation System, Inc.

THIRD: The nature of the business and of the purposes to be conducted and promoted by the corporation are as follows:

To carry on a general construction, contracting, and building business as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity, and to make, construct, build, erect, equip, improve, repair, renovate, maintain and alter, either in whole or in part, any and all kinds of dwellings, buildings, foundations, facilities, sites, and structures of every kind, and to make, and enter into any and all kinds of contracts for the doing of any of said things; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease as lessor and lessee, license the use of as licensor and licensee, mortgage, exchange, improve and otherwise deal in and dispose of real, personal, and mixed property and any interests and

rights therein in any lawful capacity; to carry on a general manufacturing, fabricating, selling, and trading business and to manufacture, fabricate, sell, and deal in and with any and all building, construction, and contracting machinery, tools, implements, appliances, supplies, facilities, and materials for use or capable of use in or about any of the works, constructions or operations of the corporation and otherwise, and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, together with any powers incidental thereto as far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the purpose of the corporation.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000). The par value of each of such shares is One Dollar (\$1.00). All such shares are of one class and are shares of Common Stock.

FIFTH: The name and the mailing address of the incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
R. G. Dickerson	229 South State Street Dover, Delaware

SIXTH: The corporation is to have perpetual existence.

SEVENTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation,

as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

EIGHTH: For the management of the business and for the conduct of the affairs of the corporation, and in further definition, limitation and regulation of the powers of the corporation and of its directors and of its stockholders or any class thereof, as the case may be, it is further provided:

1. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the By-Laws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the corporation would have if there were no vacancies. No election of directors need be by written ballot.

2. The original By-Laws of the corporation shall be adopted by the incorporator unless the certificate of incorporation shall name the initial Board of Directors therein. Thereafter, the power to make, alter, or repeal the By-Laws, and to adopt any new By-Law, except a By-Law classifying directors for election for staggered terms, shall be vested in the Board of Directors.

3. Whenever the corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the corporation shall be authorized to issue more than one

class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the certificate of incorporation shall entitle the holder thereof to the right to vote, at any meeting of stockholders except as the provisions of paragraph (c)(2) of section 242 of the General Corporation Law shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.

NINTH: The corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

TENTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the corporation by this certificate of incorporation are granted subject to the provisions of this Article TENTH.

Signed on February 20, 1973.



R. G. Dickerson
Incorporator



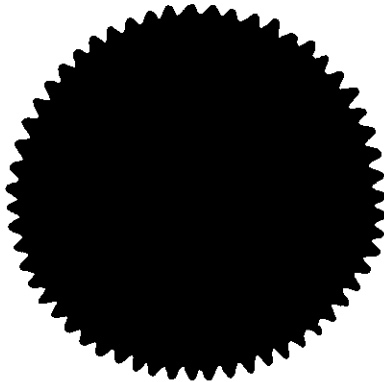
State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Incorporation of the "PARAGON CONSTRUCTION COMPANY", as received and filed
in this office the twentieth day of February, A.D. 1973, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this eighteenth day
of March in the year of our Lord
one thousand nine hundred and eighty-one.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

CERTIFICATE OF AMENDMENT
of
CERTIFICATE OF INCORPORATION
of
PARAGON CONSTRUCTION COMPANY

PARAGON CONSTRUCTION COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Law"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of PARAGON CONSTRUCTION COMPANY, by the unanimous written consent of its members pursuant to Section 141(f) of the Law, filed with the minutes of the proceedings of the Board, duly adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of said corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

"RESOLVED that it is deemed advisable that the Certificate of Incorporation of the Corporation be amended by changing Article FIRST thereof so that, as amended, said Article shall be and shall read as follows:

'FIRST: The name of the corporation (hereinafter called the "corporation") is

TRIAD ENGINEERS & CONSTRUCTORS INC.'"

SECOND: That, in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the Law and that said consent has been filed with the minutes of the proceedings of the stockholders.

THIRD: That the aforesaid amendment of the Certificate of Incorporation was duly adopted pursuant to the applicable provisions of Sections 141, 228 and 242 of the Law.


IN WITNESS WHEREOF, said PARAGON CONSTRUCTION COMPANY has caused this instrument to be executed for and on its behalf by a Vice President thereunto duly authorized, attested by an Assistant Secretary and its corporate seal thereunto duly affixed this 29th day of September, 1978.

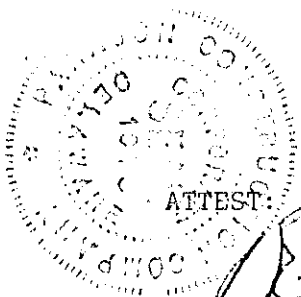
PARAGON CONSTRUCTION COMPANY

By


Vice President

ATTEST:


Assistant Secretary





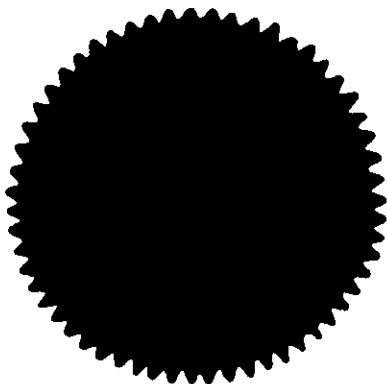
State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "PARAGON CONSTRUCTION COMPANY", as received and filed in
this office the second day of October, A.D. 1978, at 9 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this eighteenth day
of March in the year of our Lord
one thousand nine hundred and eighty-one.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

CERTIFICATE OF AMENDMENT
of
CERTIFICATE OF INCORPORATION
of
TRIAD ENGINEERS & CONSTRUCTORS INC.

TRIAD ENGINEERS & CONSTRUCTORS INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Law"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of TRIAD ENGINEERS & CONSTRUCTORS INC., by the unanimous written consent of its members pursuant to Section 141(f) of the Law, filed with the minutes of proceedings of the Board, duly adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of said corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

"RESOLVED that it is deemed advisable that the Certificate of Incorporation of the Corporation be amended by changing ARTICLE FIRST thereof so that, as amended, said Article shall be and shall read as follows:

'FIRST: The name of the corporation (hereinafter called the "corporation") is

TRICON INDUSTRIAL CONSTRUCTION COMPANY'


SECOND: That, in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the Law and that said consent has been filed with the minutes of the proceedings of the stockholders.

THIRD: That the aforesaid amendment of the Certificate of Incorporation was duly adopted pursuant to the applicable provisions of Sections 141, 228 and 242 of the Law.

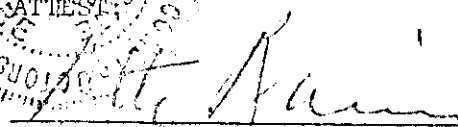
IN WITNESS WHEREOF, said TRIAD ENGINEERS & CONSTRUCTORS INC. has caused this instrument to be executed for and on its behalf by a Vice President, thereunto duly authorized, attested by an Assistant Secretary and its corporate seal thereunto duly affixed this 14th day of November, 1978.

TRIAD ENGINEERS & CONSTRUCTORS INC.

By


Vice President




Assistant Secretary

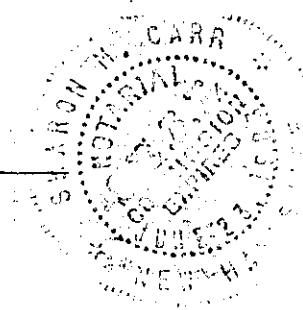
STATE OF NEW HAMPSHIRE)
 : ss.:
COUNTY OF ROCKINGHAM)

BE IT REMEMBERED that, on the 14th day of November, 1978,
personally came before me, a Notary Public in and for the State of
New Hampshire, MARC I. STERN and BETTY BORIN, a Vice President and an
Assistant Secretary, respectively, of TRIAD ENGINEERS & CONSTRUCTORS INC.,
known to me personally to be such, executed before me the foregoing
Certificate of Amendment of Certificate of Incorporation, acknowledged
the said Certificate to be their act and deed and made on behalf of
said corporation, that the signatures on said Certificate are in the
handwriting of said Vice President and Assistant Secretary and that the
seal affixed to said Certificate is the common or corporate seal of said
corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the
day and year aforesaid.

Sharon M. Carr
Notary Public

My Commission Expires June 23, 1983





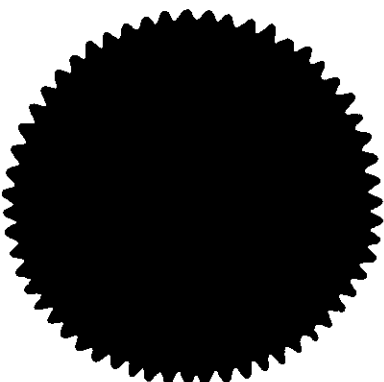
State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "TRIAD ENGINEERS & CONSTRUCTORS INC.", as received and
filed in this office the eleventh day of December, A.D. 1978, at 9 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this eighteenth *day*
of March *in the year of our Lord*
one thousand nine hundred and eighty-one.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

APR 9 9 01 AM '81
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT

of

CERTIFICATE OF INCORPORATION

of

TRICON INDUSTRIAL CONSTRUCTION COMPANY

TRICON INDUSTRIAL CONSTRUCTION COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Law"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of TRICON INDUSTRIAL CONSTRUCTION COMPANY, by the unanimous written consent of its members pursuant to Section 141(f) of the Law, filed with the minutes of the proceedings of the Board, duly adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of said corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

"RESOLVED that it is deemed advisable that the Certificate of Incorporation of the Corporation be amended by changing ARTICLE FIRST thereof so that, as amended, said Article shall be and shall read as follows:

'FIRST: The name of the corporation (hereinafter called the "corporation") is

NATIONAL INDUSTRIAL CONSTRUCTORS INC.'"

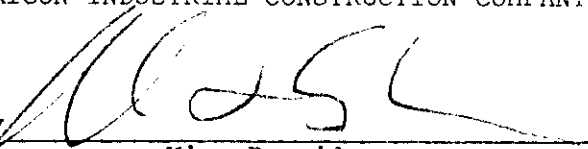
SECOND: That, in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the Law and that said consent has been filed with the minutes of the proceedings of the stockholders.


THIRD: That the aforesaid amendment of the Certificate of Incorporation was duly adopted pursuant to the applicable provisions of Sections 141, 228 and 242 of the Law.

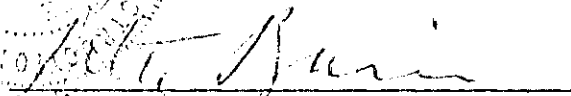
IN WITNESS WHEREOF, said TRICON INDUSTRIAL CONSTRUCTION COMPANY has caused this instrument to be executed for and on its behalf by a Vice President, thereunto duly authorized, attested by an Assistant Secretary and its corporate seal thereunto duly affixed this 28th day of December, 1978.

TRICON INDUSTRIAL CONSTRUCTION COMPANY

By


Vice President


ATTEST:

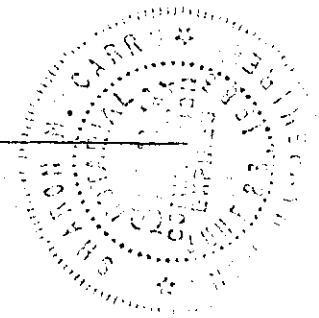

Assistant Secretary

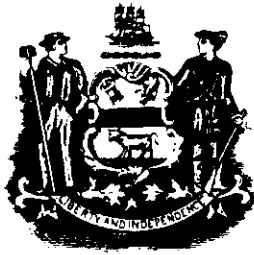
STATE OF NEW HAMPSHIRE)
 : ss.:
COUNTY OF ROCKINGHAM)

BE IT REMEMBERED that, on the 28th day of December, 1978,
personally came before me, a Notary Public in and for the State of
New Hampshire, MARC I. STERN and BETTY BORIN, a Vice President and
an Assistant Secretary, respectively, of TRICON INDUSTRIAL CONSTRUCTION
COMPANY, known to me personally to be such, executed before me the
foregoing Certificate of Amendment of Certificate of Incorporation,
acknowledged the said Certificate to be their act and deed and made on
behalf of said corporation, that the signatures on said Certificate
are in the handwriting of said Vice President and Assistant Secretary
and that the seal affixed to said Certificate is the common or corporate
seal of said corporation.

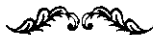
IN WITNESS WHEREOF, I have hereunto set my hand and seal the
day and year aforesaid.

Sharon M. Carr
Notary Public





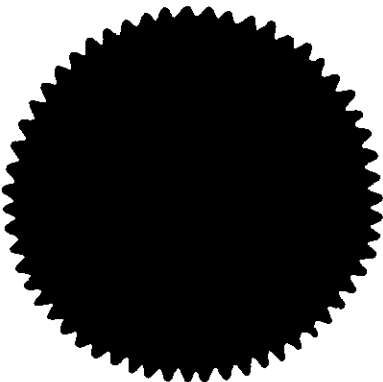
State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "TRICON INDUSTRIAL CONSTRUCTION COMPANY", as received
and filed in this office the second day of January, A.D. 1979, at 9 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this _____ *eighteenth* *day*
of _____ *March* *in the year of our Lord*
one thousand nine hundred and _____ *eighty-one.*



Glenn C. Kenton

Glenn C. Kenton, Secretary of State