

FILED/EFFECTIVE

00 MAR 30 AM 8:57  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
XCAD VALVE AND IRRIGATION, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is XCAD VALVE AND IRRIGATION, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to carry on all lawful business, as provided by the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares with no par value.

FIFTH: Provisions denying preemptive rights are: None

SIXTH: Provisions for the regulation of the internal affairs of the corporation are set forth in the Bylaws.

SEVENTH: The address of the initial registered office of the corporation is 375 West 100 South, Rupert, Idaho 83350, and the name of its initial registered agent at such address is Roger Duffin.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Roger Duffin	823 I Street Rupert, ID 83350
Daniel Duffin	425 S. 140 E. Rupert, ID 83350

NINTH: The name and address of each incorporator and initial share(s) of stock issued are:

<u>Name</u>	<u>Address</u>	<u>Share</u>
Roger Duffin	823 I Street Rupert, ID 83350	50%

IDAHO SECRETARY OF STATE

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<u>Name</u>	<u>Address</u>	<u>Share</u>
Daniel Duffin	425 S. 140 E. Rupert, ID 83350	50%

DATED this 28th day of March, 2000.

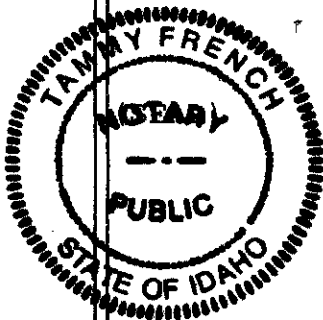
Roger Duffin  
Roger Duffin

Daniel Duffin  
Daniel Duffin

STATE OF IDAHO )  
 ) ss.  
County of Minidoka )

On this 28th day of March in the year of 2000, before me the undersigned notary public in and for said state, personally appeared ROGER DUFFIN and DANIEL DUFFIN, known or identified to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Tammy French  
Notary Public  
Residing at Aspen, Idaho  
My Commission expires 3-24-2001