



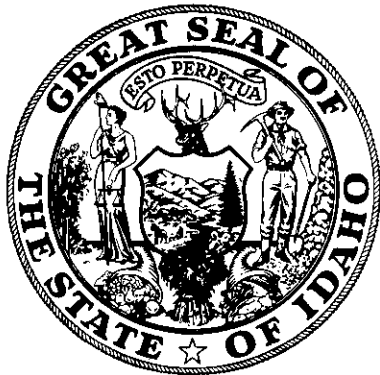
CERTIFICATE OF INCORPORATION  
OF

A AND M QUALITY CONTRACTORS, 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: **March 7, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa", is written over a horizontal line.

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

A and M QUALITY CONTRACTORS, INC.

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

I.

The name of the corporation is A and M QUALITY CONTRACTORS, INC.

II.

The purpose for which the corporation is formed is to engage in any lawful act or activity for which a corporation may be organized under the Idaho Business Corporation Act.

III.

The period of existence of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of the corporation in the State of Idaho is 601 Seltice Way, Post Falls, Idaho, 83854. The name of the registered agent at that address is DOROTHY AUSTIN.

V.

The total authorized number of par value shares of stock is 3,000. The par value of each authorized share shall be \$10.00, and the aggregate par value of the total authorized number of par value shares is therefore \$30,000.00. There are no shares without par value.

VI.

The name and post office addresses of the incorporators are as follows:

<u>N A M E</u>	<u>A D D R E S S</u>
CLAUDE W. AUSTIN	East 3430 16th Avenue Post Falls, Id. 83854

DOROTHY K. AUSTIN

East 3430 16th Avenue  
Post Falls, Id. 83854

ELLERY W. MASTERSON

East 3430 16th Avenue  
Post Falls, Id. 83854

#### VII.

The business of the corporation shall be managed and conducted by a Board of Directors of not less than two (2) nor more than three (3) directors. The Board of Directors shall be elected in the manner set forth in the By-Laws.

The Board of Directors shall have authority to issue bonds, debentures, or other obligations of the corporation from time-to-time for any of the objects or purposes of the corporation and to secure them by mortgage, deed of trust, or pledge of any or all of the real and personal property, rights, privileges, and franchises of the corporation wheresoever situated, acquired, and to be acquired, and to sell or otherwise dispose of any or all of such obligations in any manner and on such terms as the Board of Directors may deem proper.

The corporation shall have the power to purchase, receive, redeem, or otherwise acquire, own, hold, sell, mortgage, pledge, or otherwise acquire or dispose of and otherwise use and deal in and with its own shares of stock.

#### VIII.

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action,

suit, or proceeding to be liable for his own negligence or misconduct in the performance of his duty, such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, bylaw, agreement, vote of stockholders, or otherwise.

IX.

In addition to the powers and authority granted to the directors in the Articles of Incorporation and in addition to the powers and authority expressly conferred upon them by statute, the Board of Directors of the corporation shall have additional powers and authority not inconsistent with the laws as may be set forth in the By-Laws.

X.

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the By-Laws.

XI.

The initial Board of Directors is composed of the following persons whose addresses are specified opposite their names:

<u>N A M E</u>	<u>A D D R E S S</u>
CLAUDE W. AUSTIN	East 3430 16th Avenue Post Falls, Id. 83854
DOROTHY K. AUSTIN	East 3430 16th Avenue Post Falls, Id. 83854
ELLERY W. MASTERSON	East 3430 16th Avenue Post Falls, Id. 83854

IN WITNESS WHEREOF, we have hereunto set our hands and seals  
this 4th day of MARCH, 1985.

Claude W. Austin  
CLAUDE W. AUSTIN

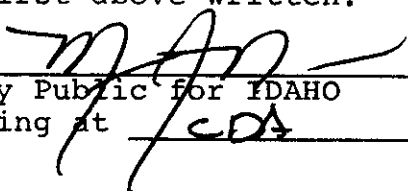
Dorothy K. Austin  
DOROTHY K. AUSTIN

Ellery W. Masterson  
ELLERY W. MASTERSON

STATE OF IDAHO           )  
                                  ) ss.  
County of Kootenai    )

On this 4<sup>th</sup> day of MARCH, 1985, before me,  
MICHAEL J NEWELL, a Notary Public in and for the  
State of Idaho, personally appeared before me, CLAUDE W. AUSTIN  
and DOROTHY K. AUSTIN, husband and wife, known to me to be the  
persons whose names are subscribed to the foregoing instrument  
and acknowledged to me that they executed the same.

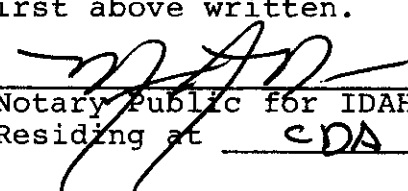
IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal the day and year first above written.

  
\_\_\_\_\_  
Notary Public for IDAHO  
Residing at CDA

STATE OF IDAHO           )  
                                  ) ss.  
County of Kootenai    )

On this 4<sup>th</sup> day of MARCH, 1985, before me,  
MICHAEL J NEWELL, a Notary Public in and for the  
State of Idaho, personally appeared before me, ELLERY W.  
MASTERSON, known to me to be the person whose name is subscribed  
to the foregoing instrument and acknowledged to me that he  
executed the same.

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

  
\_\_\_\_\_  
Notary Public for IDAHO  
Residing at CDA