

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

ARROW CONSTRUCTION COMPANY

was filed in the office of the Secretary of State on the **tenth** day
of **December** A.D., One Thousand Nine Hundred **seventy** and
~~will be~~ ~~duly recorded on Film~~ ~~on~~ ~~Microfilm~~ of Record of Domestic Corporations, of the State of
Idaho, and that the said articles contain the statement of facts required by Section 30-103,
Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates
and successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Moscow, Idaho in the County of **Latah**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **10th** day of **December**,
A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
ARROW CONSTRUCTION COMPANY

We the undersigned, natural persons of the age of twenty-one (21) years or more, acting as incorporators of a corporation under the laws of the State of Idaho and the Idaho Business Corporation Act, adopt the following articles of incorporation for such corporation and do hereby certify as follows:

ARTICLE I.

That the corporate name of this corporation shall be:

ARROW CONSTRUCTION COMPANY

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purposes and objects for which such corporation is formed are:

a.) To carry on and conduct a general contracting business, including designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, highways, bridges or manufacturing plants; to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction; to manufacture, extract, produce, prepare or fabricate material and supplies for use or sale for use in such businesses; to execute contracts or to receive assignments of contracts therefor or relating thereto and to exercise all powers necessary or incidental to the

carrying on of this business.

b.) To purchase, lease or otherwise acquire, in whole or in part, the business assets, goodwill and rights, franchises and property of every kind and to take over the whole or any part of assets and/or liabilities of any firm, person, association or corporation engaged in or having authority to engage in the same general type of business authorized to be conducted by this corporation or owning property, either real or personal, necessary or suitable for its purposes and to pay for the same in cash or in stock and bonds of this corporation or otherwise and 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 carrying on of this business.

c.) To purchase or otherwise acquire, own, hold, mortgage, buy, sell, assign transfer or otherwise dispose of shares of stock in this corporation.

d.) To enter into any contract, pension trust, cooperate agreement, or profit-sharing plan with its officers and/or employees which the corporation may deem advantageous or expedient or to otherwise reward or pay such person for their services as the corporate directors of the corporation may deem fit.

e.) To borrow money for the purpose of this corporation and to issue bonds, notes, debentures or other evidence of indebtedness therefore and to secure the same by mortgage or pledge of personal property, including the income of the corporation or by mortgage of real or personal property to be executed in trust or otherwise.

f.) To carry out any part of the foregoing purposes as principal, agent or otherwise, either alone or in association with any other persons, firms, associations or corporations in any part of the world as the owner or holder of shares or securities or interest in any firm, association, corporation, trust or syndicate and to perform such contracts or acts with any persons, firms, associations or corporations or any government or subdivision, agency or instrumentality thereof and to do such acts and things and exercise such powers as a natural person could do or exercise.

g.) To exercise generally the powers customarily exercised by business corporations and particularly the powers provided by the laws of the State of Idaho and set forth in Idaho Code Section 30-114.

h.) To do each and every thing necessary, suitable convenient or proper for or in connection with or incidental to the accomplishment of any one or more of the purposes or the exercise of any one or more of the powers herein enumerated or designed directly or indirectly to promote the interest of the corporation or to enhance the value of its properties and, in general, to do any and all things and exercise any and all powers, rights and privileges for which a corporation may now or hereafter be organized under the business corporation laws of the State of Idaho and under any act amendatory thereto, supplemental thereto and submitted therefor.

i.) The provisions of this article shall be construed both as purposes and powers and each as an independent purpose and power in extension of and not in limitation upon the powers

which the corporation has under present and future laws of the State of Idaho and the purposes and powers heretofore specified shall in no way limit or restrict the terms or any provisions of this or any other article of this certificate of incorporation.

ARTICLE IV.

The offices of this corporation shall be located at 1384 Walenta Drive, Moscow, Idaho 83843.

ARTICLE V.

The capital stock of this corporation shall consist of 250,000 shares of Class A Common stock having a par value of Ten Cents (\$.10) per share and an aggregate par value of Twenty-five Thousand Dollars (\$25,000.00). Each of such shares shall be non-assessible when fully paid for.

The by-laws of this corporation shall prescribe rules and regulations setting out the formalities and procedures to be followed in effecting the transfer of stock.

ARTICLE VI.

The name and postoffice address of each of the incorporators, each of whom is a citizen of the United States of America, and the number of shares of capital stock of this corporation subscribed to by each of them is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. of SHARES</u>
Maurice W. McLam	1384 Walenta Dr., Moscow, Idaho	10,000
Sandra McLam	1384 Walenta Dr., Moscow, Idaho	1
Mrs. Lloyd McLam	Palouse, Washington	1

The incorporators shall constitute the initial Board of Directors of the corporation and shall serve until the first

annual meeting of shareholders or until their successors are elected and shall qualify.

ARTICLE VII.

The right and power to adopt, repeal, alter, rescind and amend the by-laws of this corporation and to adopt new by-laws is expressly conferred upon the Board of Directors of this corporation as provided in Section 30-132(7) Idaho Code.

WITNESS our hands and seals this 9th day of December, 1970.

Maurice W. McLam

Sandra McLam

Mrs. Lloyd McLam

State of Idaho)
) ss.
County of Latah)

On this 9th day of December, 1970, before me, the undersigned, a Notary Public in and for the State of Idaho personally appeared Maurice W. McLam, Sandra McLam and Mrs. Lloyd McLam 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 hereunto set my hand and affixed my official seal the day and year hereabove first written.

[Signature]
Notary Public, in and for
the State of Idaho, residing
at Lewiston, therein.