

Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES 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

THE TERTELLING COMPANY, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 27th day of February 19 79, original articles of amendment, as provided by Section 30-146, 147 Idaho Code restating articles

and that the said articles of amendment contain the statement of facts required by law.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 27th day of February, A. D., 19 79.

Secretary of State

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SECRETARY OF
STATE

AMENDMENT TO THE ARTICLES OF INCORPORATION

for

THE TERTELING COMPANY, INC.

The entire Articles of Incorporation have been amended in accordance with those Articles and the Bylaws by a unanimous vote of the shareholders of the Corporation at their annual meeting held on February 14, 1979, to read as follows:

I.

The name of the Corporation is:

THE TERTELING COMPANY, INC.

II.

The term for which this Corporation shall exist shall be perpetual, subject to its dissolution in the manner provided by law.

III.

The location and Post Office Address of the registered office of this Corporation, in the State of Idaho, shall be Boise, Ada County, Idaho.

IV.

The purposes for which this Corporation is formed are:

(1) To purchase, lease, rent, construct, manufacture, or otherwise acquire equipment, machinery, tools, and appliances of every kind and description, without limitation, including construction equipment of every kind and nature, agricultural equipment, elevating and conveying equipment, transmission equipment, and all parts thereof, but not to the exclusion of other machinery, tools, equipment, and appliances, and to acquire, hold, possess, and own letters patent of the United States of America and any foreign country now or hereafter issued, or to acquire licenses under such patents for the manufacture and sale of machinery, equipment, tools, or appliances, or any improvements thereon, or articles of any nature, and beneficially to use rights under such patents of every kind and nature; to exercise all rights hereinabove specified, under such patents, or otherwise, either directly or indirectly, or by contract with other corporations or with individuals; and to sell, lease, or otherwise dispose of any


interest so acquired by this company in equipment, machinery, tools, appliances, letters patent, or other property so acquired, when, in the judgment of the directors of this corporation, or its stockholders, such disposal will be for the benefit and interest of said corporation.

(2) To carry on and conduct a general contracting and construction business, all without limitation as to the location or character of such construction work, and in this connection to enter into, make, and perform contracts for any lawful purpose with any person, firm, association, or corporation, municipality, political subdivision, the government of the United States of America, any state or territory thereof, and with any foreign country, or political subdivision thereof.

(3) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, subject to royalty or otherwise, and whether exclusive, nonexclusive, or limited, or any part interest in such letters patent, concessions, licenses, inventions, rights and privileges, whether in the United States of America, or in any other part of the world.

To sell, let, or grant any patent rights, concessions, licenses, inventions, rights or privileges belonging to the company, or which it may acquire, or any interest in the same.


To register any patent, or patents, for any invention, or inventions, or obtain exclusive or other privileges in respect to the same, in any part of the world, and to apply for, exercise, use, or otherwise deal with, or turn to account any patent rights, concessions, monopolies, or other rights or privileges, either in the United States or in any other part of the world.

(4) To purchase, lease, or otherwise acquire real and personal property of all kinds in the United States or elsewhere, and in particular land, oil wells, refineries, minerals, ores, buildings, machinery, plants, stores, patents, licenses, concessions, rights-of-way, light or water facilities, and any rights or privileges which it may deem convenient to obtain for the purposes of, or in connection with, the business of the company, and whether for the 

purposes of resale or utilization, or otherwise, and to manage, develop, sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights; to prospect, explore, develop, maintain, all or any lands, wells, mines, mining rights, minerals, ores, works or other properties from time to time in the possession of the company, in any manner it deems desirable; to erect all necessary or convenient refineries, mills, works, machinery, laboratories, workshops, dwelling houses for workmen, or others, warehouses, storage facilities, and other buildings, works, or appliances, and to aid in, or subscribe toward, or subsidize, any such objects; and generally to do anything or perform any act which, in the judgment of the directors or stockholders of the company, shall be necessary or proper and conducive to the best interests of said company in accomplishing any of the objects or purposes herein set out.

(5) To purchase or otherwise acquire, lease, assign, mortgage, pledge, or otherwise dispose of any trade-names, trade-marks, concessions, inventions, formulae, improvements, processes of any nature whatsoever, either of the United States or of any foreign countries, and to accept and grant licenses thereunder.

(6) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, Deeds of Trust, debentures, securities, obligations, notes, and other evidences of indebtedness of any corporation, stock company, or association, now or hereafter existing, and whether created by or under the laws of the State of Idaho, or otherwise, and while owners of any such shares of the capital stock or bonds or other property to exercise all the rights, powers, and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose, from time to time, to the same extent as natural persons might or could do.



(7) To purchase, hold, sell, and re-issue the shares of the stock of this corporation.


(8) To buy, lease, or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will, and assets of any person, firm, association, or corporation, either foreign or domestic, engaged in any business in which this corporation would have the right to engage under these Articles of Incorporation.

(9) To engage in manufacturing or mercantile business, of any kind or character whatsoever, and to that end to acquire, hold, own, and dispose of any and all property, assets, stocks, bonds, and rights of any and every kind, without limitation.

(10) To carry on any business whatsoever which the corporation may deem proper or convenient in connection with the foregoing purposes, or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation, or to enhance the value of its property; and to hold, purchase, mortgage and convey real and personal property, either in or out of the State of Idaho, and to have and to exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the Act pursuant to and under which this corporation is formed.

(11) To purchase, or lease, hold, improve, sell, and convey such real estate, and to construct, lease and maintain thereof such buildings, warehouses, workshops, manufacturing plants, or other improvements, as shall be necessary or proper, in the judgment of the directors or stockholders, for conducting the business of this corporation, either within or without the State of Idaho.

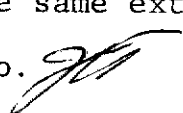
(12) To deal in and with real estate, including mines, mining claims, quarries, sand and gravel pits, and all interest in real estate, whether in the State of Idaho or elsewhere, to the same extent that natural persons might so do.

(13) To deal in and with goods, wares, merchandise, and all other forms of personal property, without limitation, or any interest therein, whether within the State of Idaho or elsewhere, to the same extent that a natural person might so do. 

(14) To borrow money and otherwise incur indebtedness, without limit as to amount, and to draw, make, accept, indorse, transfer, assign, guarantee, execute, and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments, and all other evidence of indebtedness, negotiable or non-negotiable, whether secured or unsecured.

(15) For the purpose of securing all or any of its contracts, obligations, or liabilities, to convey, transfer, assign, deliver, mortgage, pledge, or otherwise hypothecate, all or any part of the property or assets at any time held or owned by this corporation.

(16) To conduct its business and exercise all or any of its powers as above specified, or otherwise, in the State of Idaho, or in any other State, territory, or colony of the United States, the District of Columbia, or any other part of the world, as fully and to the same extent as natural persons might or could do, either alone, or in association with others, and at its option to have one or more offices or places of business outside the State of Idaho, and such offices or places of business as shall be determined by its Board of Directors within the State of Idaho, in addition to its registered and principal place of business as set out in these Articles.

(17) It is the intention of the incorporators of this Company that the foregoing clauses shall be construed both as objects and powers and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the powers of the corporation, but said corporation shall have the power to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of its purposes, or the attainment of any one or more of the objects hereinabove enumerated, or incidental to the purposes and objects hereinabove named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which is permitted under the laws of the State of Idaho, under which this corporation is organized, to the same extent and as fully as a natural person might or could do. 

V.

The business of this corporation shall be managed and conducted by a Board of not less than three (3) nor more than fifteen (15) Directors, the first Board to be elected at the first meeting of the shareholders of this corporation, and the entire Board to be elected annually thereafter at the annual meeting of the shareholders of said corporation.

The Board of Directors of this Corporation may meet and transact the business of said corporation either at its registered office, hereinabove designated in these Articles of Incorporation, or at such other place, within or without the State of Idaho, as may be designated, from time to time, by resolution of the Board of Directors.

VI.


This corporation shall have a total authorized capital stock of ONE HUNDRED THOUSAND And No/100 (\$100,000.00) DOLLARS, divided into ONE THOUSAND (1000) SHARES of the par value of ONE HUNDRED AND No/100 (\$100.00) DOLLARS per share.

VII.

The names and the Post Office addresses, together with the number of shares of stock are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>No. of Shares</u>	<u>Par Value</u>
The Terteling Company an inter vivos trust	P.O. Box 4127 Boise, Idaho	729	\$72,900.00

The undersigned, Secretary of the corporation, does hereby certify that the amendment was adopted by the board of directors and ratified by the stockholders at a meeting held for that purpose.


G. G. Kreizenbeck
Secretary


J. L. Terteling
President

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this 23 day of February, 1979, before me a Notary Public in and for said State, personally appeared J. L. Terteling known to me to be the President of THE TERTELING COMPANY, INC., the corporation that executed this instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

Lela E. Lauer
NOTARY PUBLIC FOR IDAHO
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this 26 day of February, 1979, before me, a Notary Public in and for said State, personally appeared G. G. Kreizenbeck, known to me to be the Secretary of THE TERTELING COMPANY, INC., the corporation that executed this instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

Lela E. Lauer
NOTARY PUBLIC FOR IDAHO
Residing at Boise, Idaho