

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

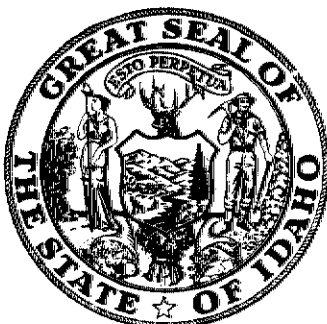
HARMON ENTERPRISES INC.

File number C 119419

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: May 7, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Sally Clark

ARTICLES OF INCORPORATION
OF
HARMON ENTERPRISES INC.

IDAHO SECRETARY OF STATE
DATE 08/08/1997
0900
SECRETARY OF STATE
STATE OF IDAHO
EX #: 44-47122
CORP
100.00= 100.00
AM 8:44

E. GIL HARMON, being over the age of eighteen (18) years, for the purpose of forming a corporation under the provisions of the Idaho Business Conciliation Act of the Revised Code of the State of Idaho, adopts these Articles of Incorporation:

ARTICLE I
Name

The name of this corporation shall be:
HARMON ENTERPRISES INC.

ARTICLE II
Duration

The duration of this corporation shall be perpetual.

ARTICLE III
Purpose and Powers

The purposes for which this corporation is organized are:

A. The providing of land development and general contractor services and related services to the general public. To include all types of heavy, highway and construction projects.

B. To carry on any lawful business for the corporations may be incorporated under the laws of the State of Idaho, and which this corporation may deem proper or convenient, or which may be calculated to promote directly or indirectly the interests of this corporation or to enhance the value of its property or business, even though such business may not be included in the proposes expressed; and to exercise all of the powers conferred by the laws of the State of Idaho under which this corporation is formed, as such laws are now in effect or at any time in the future may be amended.

ARTICLE IV
Authorized Shares

The Corporation shall have the authority to issue one thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) per share. There shall be no other class or shares of stock in the corporation.

ARTICLE V
Preemptive Rights

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The owners of shares of stock of this corporation shall be entitled to preemptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class whatsoever, whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividends or otherwise.

ARTICLE VI
Cumulative Voting

Each share holder entitled to vote at any election for directors shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving as many votes as the number of directors multiplied by the number of his shares shall equal for a single director, or by distributing his votes among any number of candidates, or any two or more of them as he may see fit.

ARTICLE VII
Bylaws

The board of directors shall have full power to adopt, alter, amend, or repeal the bylaws or adopt new bylaws, subject to repeal for change by action of the shareholders. Nothing herein shall deny the concurrent power of the shareholders to alter, amend, or repeal the bylaws or adopt new bylaws.

ARTICLE VIII
Amendment of Articles

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in its articles of incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE IX
Transactions With Interested Parties

This corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise, with its directors, officers and shareholders and with corporations, associations, firms, and entities in which they are or may be or become interested as directors, officers, shareholders, members, or otherwise, as freely as though such adverse interests did not exist, even though the vote, action, or presence of such director, office, or shareholder may be

necessary to obligate the corporation upon such contracts or transactions; and in the absence of fraud, no such contracts or transaction shall be avoided and no such director, officer or shareholder shall be held liable to account to the corporation, by reason of such adverse interests or by reason of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of shareholders who are not directors or officers), the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the board of directors of this corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm, or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with that corporation.

ARTICLE X Registered Office and Registered Agent

The registered office of the corporation shall be at E. 1670 Little Squaw Bay rd., Worley, Idaho, 83876

The registered agent of the corporation shall be E. Gil Harmon.

ARTICLE XI Directors

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed in the bylaws, but the initial board of directors shall number two (2) who shall serve until the first meeting of shareholders and until their successors are elected and qualified. The names and post office addresses of the initial directors are:

NAME	ADDRESS
E. GIL HARMON	E. 1670 LITTLE SQUAW BAY RD. WORLEY, IDAHO, 83876
PATRICIA C. HARMON	E. 1670 LITTLE SQUAW BAY RD. WORLEY, IDAHO, 83876

ARTICLE XII
Incorporator

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The name and address of the incorporator is:

E. GIL HARMON

E. 1670 LITTLE SQUAW BAY RD.
WORLEY, IDAHO, 83876

IN WITNESS WHEREOF, the incorporator has signed these Articles of
Incorporation in duplicate this 5th day of May, 1997.



E. GIL HARMON, Incorporator