

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

B & G EXCAVATION & CONCRETE, INC.

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SECRETARY OF STATE
04-16-2001 08:38:34

The undersigned incorporator, being a natural person of the age of eighteen years or more, and desiring to form a corporation under the laws of the State of Colorado, does execute and deliver in duplicate to the Secretary of State of the State of Colorado these Articles of Incorporation.

ARTICLE I

The name of the corporation is B & G Excavation & Concrete, Inc.

ARTICLE II

The address of the initial registered office of the corporation is 2680 B½ Road, #26G, Grand Junction, Colorado 81503, and the name of the initial registered agent at such address is Lawrence R. Balerio. The written consent of the initial registered agent to his appointment as such is stated below. The principal office of the corporation is 2680 B½ Road, #26G, Grand Junction, Colorado 81503. The registered office, registered agent or principal office may be changed in the manner provided by law.

ARTICLE III

3.01 The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock.

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3.02 Each shareholder of record shall have one (1) vote for each share of stock standing in such shareholder's name on the books of the corporation and entitled to vote. Cumulative voting shall not be permitted in the election of directors.

3.03 At all meetings of shareholders, fifty-one percent (51%) of the shares entitled to vote at such meeting, represented in person or by proxy, shall constitute a quorum.

3.04 No shareholder of the corporation shall have any preemptive or other right to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the corporation of any class, or for rights, warrants or options to purchase, subscribe for or otherwise acquire shares of stock for scrip, or for securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

ARTICLE IV

The corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, a Board of Directors. The initial Board of Directors shall be:

Lawrence R. Balerio
2680 B½ Road, #26G
Grand Junction, Colorado 81503

ARTICLE V

The liability of a director to the corporation or to its shareholders shall be eliminated to the fullest extent permitted by the laws of the State of Colorado.

ARTICLE VI


The name and address of the incorporator are as follows:

Lawrence R. Balerio
2680 B½ Road, #26G
Grand Junction, Colorado 81503

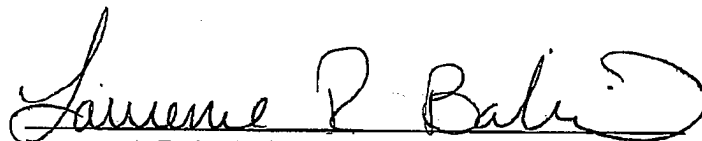
ARTICLE VII

The initial Bylaws of the corporation shall be adopted by the Board of Directors. The Board of Directors or the shareholders shall have the power to alter, amend, or repeal the Bylaws or adopt new Bylaws.

DATED this 13 day of April, 2001.


Lawrence R. Balerio, Incorporator

The undersigned consents to the appointment as the initial registered agent of B & G Excavation & Concrete, Inc.


Lawrence R. Balerio

