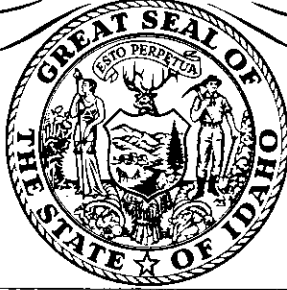


# State of Idaho



## Department of State.

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

#### HASLETT WAREHOUSE COMPANY

a corporation duly organized and existing under the laws of **California** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twelfth** day of **October**, **1961**, a properly authenticated copy of its articles of incorporation, and on the **Twelfth** day of **October**, **1961**, a designation of **T.H. Eberle, W.D. Eberle or J.L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **12th** day of **October**, A.D. 19 **61**.

Secretary of State.

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all to whom these presents shall come, Greetings:*

*I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:*

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.



IN WITNESS WHEREOF, I herunto  
set my hand and affix the Great  
Seal of the State of California

this OCT 28 1960

*Frank M. Jordan*

Secretary of State

By *Walter C. Smith*

Assistant Secretary of State

# Articles of Incorporation

of the

**HASLETT WAREHOUSE COMPANY**

know all Men by these Presents:

That we, the undersigned, a majority of whom are citizens and residents of the State of **California**, have this day voluntarily associated ourselves together for the purpose of forming a CORPORATION under the laws of the State of **California**

And we Herby Certify,

FIRST: That the name of said Corporation shall be the

**Haslett Warehouse Company**

SECOND: That the purposes for which it is formed are to do a general warehouse, storage, drayage, commission and merchandising business, to borrow and loan money, and to buy, mortgage, sell and lease real estate in connection therewith and to do and perform any other act or thing which may be necessary, useful or auxiliary in the accomplishment of the objects of the Corporation.

THIRD: That the place where the principal business of said Corporation is to be transacted is the City and County of San Francisco, State of California.

FOURTH: That the term for which said Corporation is to exist Fifty years, from and after the date of its incorporation.

1-27405

FIFTH. That the number of Directors of said Corporation shall be **Five** and that the names and residences of the first Directors, who are appointed for the first year, and to one until the election of their successors, are as follows, to wit:

NAME	WHERE RESIDENCE IS AT
Samuel Haslett.	Alameda
Robert H. Swayne.	Alameda.
Samuel M. Haslett	Alameda.
Peroy E. Haslett.	Alameda.
Charles H. Bailey.	San Francisco.

SIXTH. That the amount of the Capital Stock of said Corporation is

**Two Hundred Thousand "\$200,000.00"** Dollars,

and the number of Shares into which it is divided is **Two Thousand "2000."**

of the par value of **One Hundred "\$100.00"** Dollars, each.

SEVENTH. That the amount of said Capital Stock which has been actually subscribed is

~~Two Hundred Thousand "\$200,000.00"~~ Dollars,

and the following are the names of the persons to whom the same has been subscribed, to wit:

NAME OF SUBSCRIBER.	NO. OF SHARES.	AMOUNT.
Samuel Haslett.	5	\$500.00
Robert H. Swayne	5	\$500.00
Samuel M. Haslett.	5	\$500.00
Peroy E. Haslett.	5	\$500.00
Charles H. Bailey.	5	\$500.00

In Witness Whereof, we have hereunto set our hands and seals, this  
day of 17th Feb 1917

Signed and Sealed in the Presence

*[Signature]*

*Robert H. Swarno*

*Samuel M. Hazlett*

*Samuel M. Hazlett*

*[Signature]*



State of California  
City of San Francisco  
County of San Francisco

On this 17th day of February in the year A. D. one  
thousand eight hundred and seventy before me, Larry L. Korn  
Notary Public in and for said City and County of San Francisco, resid-  
ing therein, duly commissioned and qualified

County, personally appeared

Samuel Hazlett, Robert H. Swarno, Samuel M. Hazlett, Percy E. Hazlett,  
and Charles H. Bailey.

known to me to be the persons whose names are subscribed to and who executed the within  
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 last above written.



Larry L. Korn  
Notary Public, State of California, County of San Francisco

3-27405

State of

California

County of

San Francisco

I,

C. F. CURRY

County Clerk of the City and County

of San Francisco

State of California

do hereby certify the

within to be a full, true and correct copy of Articles of Incorporation of

The House Warehouse Company

as remains on file in this office.

In Witness Whereof, I have hereunto set my hand and affixed

my Official Seal, this 15th day of

February, A. D. 1898.



C. F. CURRY  
Clerk.

By *Am. W. Deane*  
Deputy Clerk.

**Incorporation**

of the

Articles of

**15028**

*House Warehouse Company*

DATED

, 18

California,

County,

*Entered*

Filed in the Office of the

County Clerk of the City and

County of San Francisco, State of

California, this 15th day of

February, A. D. 1898

C. F. CURRY, County Clerk.

By *Am. W. Deane*  
Deputy Clerk.

FILED IN THE  
SECRETARY'S OFFICE  
THE  
RECORD BOOK 105

By *Am. W. Deane*  
Deputy Clerk.

The undersigned President and Secretary of The Haslett Company, a corporation organized under the law of the State of California, and the undersigned, constituting all of the Directors of said corporation, hereby acknowledge, certify and declare that all of the provisions of Section 359 of the Civil Code of the State of California relating to the reduction or diminution of the capital stock of a corporation have been complied with and particularly that all the provisions of sub-division 5 of Section 359 of said Civil Code have been complied with and we hereby acknowledge, certify and declare, that the amount of said capital stock has been diminished and decreased from the sum of \$200,000.00 divided into 2000 shares of the par value of \$100.00 each to the sum of \$100,000.00 divided into 1000 shares of the par value of \$100.00 each.

And we do further acknowledge, certify and declare that special meetings of the stockholders of said corporation and of the directors of said corporation were duly called and held in the City and County of San Francisco at the building where the Board of Directors usually meet, to-wit: at No. 519 California Street, and that at the meeting of said stockholders and that at the said meeting of said Board of Directors a resolution reducing and diminishing said capital stock of said corporation as above set forth was duly adopted by unanimous vote of all of the stockholders present and voting at said stockholders meeting, and by unanimous vote of all of the directors present and voting at the said directors meeting, and that each and every stockholder and director voted affirmatively in favor of said resolution and that no votes were cast in the negative.

And we do further acknowledge, certify and declare that all the stockholders of said corporation were present or represented by proxy at said stockholders meeting and that all of the directors of said corporation were actually present at said directors meeting and voted on said resolution to reduce and diminish said capital stock of said corporation as aforesaid.

That said special meetings of said directors and of said stockholders were duly called for the purpose of acting upon said proposition to reduce and diminish said capital stock as aforesaid and that the written consent and assent of the stockholders holding more than two-thirds of the subscribed and issued capital stock, to-wit: of all the stockholders of said corporation was signed and filed with the secretary of said corporation on said 17th day of December, 1915, which written consent and assent expressly consented and assented to the reduction and diminution of said capital stock as aforesaid, and that said written consent is now on file with said Secretary. That the total number of subscribed and issued shares of the said capital stock is 1270 1/2 shares.

And we further certify that said special meetings of said stockholders and of said Directors were both held on the 17th day of December, 1915, at 12 o'clock M., at the office of said corporation and in the building where the Board of Directors and stockholders usually meet.

S. M. HASLETT

President . . . . .

P. E. HASLETT

Secretary . . . . .

San Francisco, Cal., Dec. 17th, 1915.

S. M. Haslett

P. E. Haslett

Sidney Haslett

Jas. J. Searle.

S. M. Haslett, Jr.

Directors.

*Subscribed and sworn to before me  
this 20th day of December 1915 John McCallister  
5-27445*

STATE OF CALIFORNIA  
City and County of San Francisco

H. I. Mulcrevy

County Clerk of the City and County  
of San Francisco, State of California, hereby certify the following to be a full, true and correct copy of the original

CERTIFICATE of

*Reduction of Capital Stock of*  
*The Wharfedale Warehouse Company*

Now on file in my office, and of the whole thereof.

Witness my hand and my official seal this *20th*  
day of *December*

H. I. Mulcrevy

A. D. 1915

By

*J. J. Melan*

County Clerk.

Deputy County Clerk.

6-27445



RECEIVED

Reduction of Capital Stock of  
The Hewlett Warehouse Co.  
December 17th, 1915.

FILED

In the office of the Secretary of State  
OF THE STATE OF CALIFORNIA

DEC 22 1915

FRANK C. JORDAN

Secretary of State

37

DEC 22 1915

H. L. A. [Signature]  
Deputy Clerk

AMENDED ARTICLES OF INCORPORATION

OF

HASLETT WAREHOUSE COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens and residents of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California.

AND WE HEREBY CERTIFY

FIRST. That the name of said corporation shall be the

HASLETT WAREHOUSE COMPANY.

SECOND. That the purposes for which said corporation is formed are:

(1) To engage generally in the storage and transportation of property and to do any and all things generally done as agent or broker to be done by one engaged in the business of warehouseman or wharfinger or in the transportation of property or in the storage, drayage, commission or merchandising business;

(2) To acquire by purchase, lease, or otherwise own, hold, improve, equip, manage and operate warehouses, wharves, terminals, stations and storage buildings, and any and all kinds of motor, or other, vehicles, and all other buildings, equipment or facilities capable of being used in connection with the business of said company;

(3) To acquire by purchase, or otherwise, and to own, hold, improve, manage, operate, and to exchange, sell, dispose of, encumber by mortgage, deed of trust, or otherwise, and to lease, rent and otherwise deal in generally, real and personal property of every kind and character and wheresoever situate;

(4) To buy, or otherwise acquire, to own, hold and exercise all rights incidental to ownership of, to pledge or otherwise hypothecate, to sell or otherwise dispose of, shares of the capital stock and bonds of other corporations of whatsoever character and with whatsoever powers and wheresoever or by whatever authority said corporations may be organized;

(5) To borrow money, either without giving security therefor or by giving as security therefor a pledge or mortgage of personal property or a mortgage or deed of trust of real property, and to execute bonds, promissory notes, mortgages, deeds of trust, pledges or collateral agreements, and all other evidences of indebtedness and instruments of security;

(6) To acquire by purchase, or otherwise, to hold, own, use, lease, mortgage and otherwise dispose of all rights, privileges, permits and franchises suitable or convenient for any of the purposes of its business;

(7) To enter into any and all kinds of lawful contracts with persons, public and private corporations and bodies politic, necessary or convenient for the carrying on of its business;

(8) To do any of the things hereinbefore enumerated for itself, or on account of others, to make and perform contracts for the doing of any of said things, to carry on any business operation which may be deemed to be advantageous or profitable to the corporation in connection with or in furtherance of any of said purposes, or which may be calculated to enhance the value of or render profitable any of the corporation's property or rights, to acquire, manage, and dispose of contracts, property and rights of all kinds, both real and personal, including assets, businesses, good wills and liabilities of persons, firms and corporations, and to do any and all of the things set

forth herein to the same extent as natural persons might or could do;

(9) To do any and every act and thing incidental to the exercise, accomplishment and fulfillment of the foregoing objects or purposes, and to exercise any and all rights now or hereafter permitted under the laws of the State of California to similar corporations;

(10) The foregoing clauses shall be construed as independent objects, purposes and powers, and each of the objects, purposes and powers herein mentioned shall be in furtherance of, but not in limitation of, the others, and shall, except where otherwise expressly stated, be in no wise limited or restricted by any statement of any objects, purposes or powers herein, provided, however, that nothing herein shall be construed to authorize this corporation to conduct the business of banking, insurance, trust company, or any other business for which a special statute is provided.

THIRD. That the place where the principal business of said corporation is to be transacted is the City and County of San Francisco, State of California.

FOURTH. That the term for which said corporation is to exist is fifty years from and after the date of its incorporation.

FIFTH. That the number of directors or trustees of said corporation shall be five and that the names and residences of the directors or trustees who are appointed for the first year, and to serve until the election and qualification of such officers, are as follows, to wit:

<u>NAMES</u>	<u>WHOSE RESIDENCE IS AT</u>
Samuel Haslett,	Alameda,
Robert H. Swayne,	Alameda,
Samuel M. Haslett,	Alameda,
Percy E. Haslett,	Alameda,
Charles H. Bailey,	San Francisco.

SIXTH. That the amount of the capital stock of said corporation is two hundred thousand (200,000) dollars and the number of shares into which it is divided is two thousand (2,000) of the par value of one hundred (100) dollars each.

SEVENTH. That the amount of said capital stock which has been actually subscribed is two thousand five hundred (2,500) dollars, and the following are the names of the persons by whom the same has been subscribed, to wit:

<u>NAMES OF SUBSCRIBERS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT</u>
Samuel Haslett	5	\$500.00
Robert H. Swayne	5	500.00
Samuel M. Haslett	5	500.00
Percy E. Haslett	5	500.00
Charles H. Bailey	5	500.00

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 14th day of February, A. D. 1898.

SAMUEL HASLETT (SEAL)

ROBERT H. SWAYNE (SEAL)

SAMUEL M. HASLETT (SEAL)

PERCY E. HASLETT (SEAL)

CHARLES H. BAILEY (SEAL)

SIGNED and SEALED  
IN THE PRESENCE OF

HARRY L. MOHN

We, S. M. HASLETT, President and a Director, P. E. HASLETT, S. M. HASLETT, JR., JAS. J. SEARLE, and J. W. HOWELL, Directors, of HASLETT WAREHOUSE COMPANY, the corporation aforesaid, and being all of the directors thereof, and J. W. HOWELL, Secretary of the said corporation, do hereby certify that we respectively are such president, directors and secretary aforesaid;

That the foregoing is a full and true copy of the articles of incorporation as amended by the board of directors and the holders of more than two-thirds of the subscribed capital stock of said corporation in and by the following proceedings had and taken by them; that a meeting of the board of directors of said corporation was duly held at the office and principal place of business of said corporation, No. 60 California Street, in the City and County of San Francisco, State of California, on the 28th day of August, 1926; that on said day the directors of said corporation consisted of S. M. Haslett, P. E. Haslett, S. M. Haslett, Jr., Jas. J. Searle and J. W. Howell; that at said meeting there were present S. M. Haslett, P. E. Haslett, S. M. Haslett, Jr., Jas. J. Searle and J. W. Howell, being all of the directors of said corporation; that at said meeting a resolution was regularly proposed, voted upon and duly adopted by the affirmative vote of all the directors present at said meeting as follows:

"RESOLVED that paragraph SECOND of the Articles of Incorporation of Haslett Warehouse Company, a corporation, be amended to read as follows:

"SECOND: That the purposes for which said corporation is formed are:

"(1) To engage generally in the storage and transportation of property and to do any and all things generally done or necessary or proper to be done by one engaged in the business of warehouseman or wharfinger or in the transportation

of property or in the storage, drayage, commission or merchandising business;

"(2) To acquire by purchase, lease, or otherwise own, hold, improve, equip, manage and operate warehouses, wharves, terminals, stations and storage buildings, and any and all kinds of motor, or other, vehicles, and all other buildings, equipment or facilities capable of being used in connection with the business of said company;

"(3) To acquire by purchase, or otherwise, and to own, hold, improve, manage, operate, and to exchange, sell, dispose of, encumber by mortgage, deed of trust, or otherwise, and to lease, rent and otherwise deal in generally, real and personal property of every kind and character and wherever situate;

"(4) To buy, or otherwise acquire, to own, hold and exercise all rights incidental to ownership of, to pledge or otherwise hypothecate, to sell or otherwise dispose of, shares of the capital stock and bonds of other corporations of whatsoever character and with whatsoever powers and wheresoever or by whatever authority said corporations may be organized;

"(5) To borrow money, either without giving security therefor or by giving as security therefor a pledge or mortgage of personal property or a mortgage or deed of trust of real property, and to execute bonds, promissory notes, mortgages, deeds of trust, pledges or collateral agreements, and all other evidences of indebtedness and instruments of security;

"(6) To acquire by purchase, or otherwise, to hold, own, use, lease, mortgage and otherwise dispose of all rights, privileges, permits and franchises suitable or convenient for any of the purposes of its business;

"(7) To enter into any and all kinds of lawful contracts with persons, public and private corporations and bodies politic, necessary or convenient for the carrying on of its business;

"(8) To do any of the things hereinbefore enumerated for itself, or on account of others, to make and perform contracts for the doing of any of said things, to carry on any business operation which may be deemed to be advantageous or profitable to the corporation in connection with or in furtherance of any of said purposes, or which may be calculated to enhance the value of or render profitable any of the corporation's property or rights, to acquire, manage, and dis-

pose of contracts, property and rights of all kinds, both real and personal, including assets, businesses, good wills and liabilities of persons, firms and corporations, and to do any and all of the things set forth herein to the same extent as natural persons might or could do;

"(9) To do any and every act and thing incidental to the exercise, accomplishment and fulfillment of the foregoing objects or purposes, and to exercise any and all rights now or hereafter permitted under the laws of the State of California to similar corporations;

"(10) The foregoing clauses shall be construed as independent objects, purposes and powers, and each of the objects, purposes and powers herein mentioned shall be in furtherance of, but not in limitation of, the others, and shall, except where otherwise expressly stated, be in no wise limited or restricted by any statement of any objects, purposes or powers herein, provided, however, that nothing herein shall be construed to authorize this corporation to conduct the business of banking, insurance, trust company, or any other business for which a special statute is provided\*;

that the holders of more than two-thirds of the subscribed capital stock of said corporation executed and filed with the secretary of said corporation their written assent to the amendment of the articles of incorporation in the manner and form above set forth by the due execution of a writing, of which the following is a copy, to wit:

**"ASSENT OF STOCKHOLDERS OF HASLETT  
WAREHOUSE COMPANY TO AMENDMENT OF  
ARTICLES OF INCORPORATION**

"San Francisco, Calif. August 27, 1926.

"We, the undersigned, being the holders of at least two-thirds of the subscribed capital stock of Haslett Warehouse Company, a corporation, do hereby assent to the amendment of the Articles of Incorporation of said corporation, as heretofore resolved by the Board of Directors of said corporation in a resolution, of which the following is a copy:

"RESOLVED that paragraph SECOND of the Articles of Incorporation of Haslett Warehouse Company, a corporation, be amended to read as



follows:

"SECOND: That the purposes for which said corporation is formed are:

"(1) To engage generally in the storage and transportation of property and to do any and all things generally done or necessary or proper to be done by the engaged in the business of warehouseman or wharfinger or in the transportation of property or in the storage, drayage, commission or merchandising business;

"(2) To acquire by purchase, lease, or otherwise own, hold, improve, equip, manage and operate warehouses, wharves, terminals, stations and storage buildings, and any and all kinds of motor, or other, vehicles, and all other buildings, equipment or facilities capable of being used in connection with the business of said company;

"(3) To acquire by purchase, or otherwise, and to own, hold, improve, manage, operate, and to exchange, sell, dispose of, encumber by mortgage, deed of trust, or otherwise, and to lease, rent and otherwise deal in generally, real and personal property of every kind and character and wheresoever situate;

"(4) To buy, or otherwise acquire, to own, hold and exercise all rights incidental to ownership of, to pledge or otherwise hypothecate, to sell or otherwise dispose of, shares of the capital stock and bonds of other corporations of whatsoever character and with whatsoever powers and wheresoever or by whatever authority said corporations may be organized;

"(5) To borrow money, either without giving security therefor or by giving as security therefor a pledge or mortgage of personal property or a mortgage or deed of trust of real property, and to execute bonds, promissory notes, mortgages, deeds of trust, pledges or collateral agreements, and all other evidences of indebtedness and instruments of security;

"(6) To acquire by purchase, or otherwise, to hold, own, use, lease, mortgage and otherwise dispose of all rights, privileges, permits and franchises suitable or convenient for any of the purposes of its business;

"(7) To enter into any and all kinds of lawful contracts with persons, public and private corporations and bodies politic, necessary or convenient for the carrying on of its business.

"(8) To do any of the things hereinbefore enumerated for itself, or on account of others, to make and perform contracts for the doing of any of said things, to carry on any business operation which may be deemed to be advantageous or profitable to the corporation in connection with or in furtherance of any of said purposes, or which may be calculated to enhance the value of or render profitable any of the corporation's property or rights, to acquire, manage, and dispose of contracts, property and rights of all kinds, both real and personal, including assets, businesses, good wills and liabilities of persons, firms and corporations, and to do any and all of the things set forth herein to the same extent as natural persons might or could do;

"(9) To do any and every act and thing incidental to the exercise, accomplishment and fulfillment of the foregoing objects or purposes, and to exercise any and all rights now or hereafter permitted under the laws of the State of California to similar corporations;

"(10) The foregoing clauses shall be construed as independent objects, purposes and powers, and each of the objects, purposes and powers herein mentioned shall be in furtherance of, but not in limitation of, the others, and shall, except where otherwise expressly stated, be in no wise limited or restricted by any statement of any objects, purposes or powers herein, provided, however, that nothing herein shall be construed to authorize this corporation to conduct the business of banking, insurance, trust company, or any other business for which a special statute is provided;

and have hereunto subscribed our respective names and opposite our names respectively each has written the number of shares of the subscribed capital stock of said corporation held by such subscriber:

<u>Names</u>	<u>Shares Held</u>
S. M. Haslett	199
P. E. Haslett	150
J. W. Howell	50
B. B. Haslett	50
S. M. Haslett, Jr.	50
Jas. J. Searle	5
Harriet H. Haslett	100
Mary Haslett	229
Marjorie B. Haight	15-2/3
Elmer H. Buck	15-2/3
H. H. Haight	15-2/3"

IN WITNESS WHEREOF, we have hereunto set our hands and  
affixed the corporate seal of said corporation this 15th  
day of December, 1926.

*W. W. Haslett*

President and Director,

*B. H. Allen*

Director,

*Wm. H. Allen*

Director,

*Wm. J. Allen*

Director,

*Wm. H. Allen*

Director,

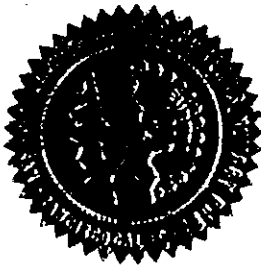
of said Haslett Warehouse Company, a  
corporation.

*Wm. H. Allen*  
Secretary of said  
Haslett Warehouse Company,  
a corporation.

STATE OF CALIFORNIA, )  
 ) ss.  
City and County of San Francisco. )

On this 15th day of December, 1926, before me, J.G.ROBERTS,  
a Notary Public in and for said city and county, personally appeared  
S. M. Haslett, personally known to me to be the President and a  
Director, and P. E. Haslett, S. M. Haslett, Jr., Jas. J. Searle and  
J. W. Howell, personally known to me to be the Directors, and J. W.  
Howell, personally known to me to be the Secretary, respectively,  
of the corporation named in the foregoing instrument and who ex-  
ecuted the same, and who executed the same on behalf of said cor-  
poration, and they acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal at my office in the City and County of San Fran-  
cisco, State of California, on the day and year last above written.



*J.G. Roberts*  
Notary Public in and for the City  
and County of San Francisco, Sta  
of California.

JOURNAL  
Page Number  
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4

IN THE  
SUPERIOR COURT OF THE STATE OF CALIFORNIA  
IN AND FOR THE COUNTY OF SAN FRANCISCO

FILED

DECEMBER 16 1926

WILLIAM C. JORDAN  
CLERK OF THE COURT

BURBANK & SPENCE  
ATTORNEYS AT LAW  
Alexander Building, Bush and Montgomery Streets  
SAN FRANCISCO

(Term extended to PERPETUAL EXISTENCE)  
(Directors may be changed by by-laws)

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF  
HASLETT WAREHOUSE COMPANY.

FILED  
In the office of the Secretary of State  
OF THE STATE OF CALIFORNIA  
JAN 30 1932  
FRANK C. JORDAN  
SECRETARY OF STATE  
DEPUTY

The undersigned, S. M. HASLETT, as the President of the  
HASLETT WAREHOUSE COMPANY, and J. W. HOWELL, as Secretary of said  
Company, do hereby certify:

That the attached are the Articles of Incorporation of  
the Haslett Warehouse Company, as amended by the Board of Direc-  
tors of said Company and by and with the written consent of the  
shareholders of said Company on the 28th day of January, 1932;  
that the actual proceedings resulting in the said amendment  
were as follows:

1. At a meeting of the Board of Directors of said  
Company duly convened and held at the office of the Company,  
No. 280 Battery St., in the City and County of San Francisco,  
State of California, at 2 o'clock p. m. on the 28th day of  
January, 1932, the following resolution was unanimously adopted  
and concurred in:

WHEREAS, in the judgment of this Board of Directors,  
it is for the advantage and best interests of the cor-  
poration and its stockholders that the Articles of In-  
corporation of this Company be amended in the manner  
and in the particulars hereinafter provided;

BE IT THEREFORE RESOLVED: That Articles THIRD,  
FOURTH and SIXTH of the ARTICLES OF INCORPORATION  
of this corporation be amended so as to read, re-  
spectively, as follows:

THIRD: The principal office for the transaction  
of the business of the corporation is to be located  
in the City and County of San Francisco, in the  
State of California.

FOURTH: The said corporation shall have perpetual  
existence.

SIXTH: The corporation shall be authorized to  
issue Two Thousand (2000) shares of stock, which  
shares shall be so classified that One Thousand (1000)  
thereof shall be preferred shares and One Thousand  
(1000) thereof common shares; the par value of each  
share of both classes of stock shall be One Hundred  
Dollars (\$100.00) and the aggregate par value of all  
shares shall be Two Hundred Thousand Dollars (\$200,000.00).

The holders of the preferred shares shall be entitled to receive when and as declared, from the net profits or surplus of the corporation, dividends at the rate of five per centum per annum, payable quarterly on dates to be fixed by the by-laws. The dividends on the preferred shares shall be cumulative, and shall be payable before any dividend on the common shares shall be paid or set apart; if in any year, dividends amounting to five per centum shall not have been paid on the outstanding preferred shares, the deficiency shall be paid before any dividends shall be paid upon or set apart for the common shares. Whenever all cumulative dividends on the preferred shares for all previous years shall have been paid and the accrued quarterly installments of such dividends for the current year shall have been paid or declared and the moneys sufficient for the payment thereof set aside and made payable, the Board of Directors may declare dividends on the common shares, payable then or thereafter, out of any net profits or earned surplus available for dividends on such common shares.

In the event of any dissolution or liquidation (whether voluntary or involuntary) of the corporation, the holders of the preferred shares shall be entitled to be paid in full both the par value of their shares, and the unpaid dividends accrued thereon, before any amount shall be paid to the holders of the common shares; and after the payment to the holders of the preferred shares of the par value thereof, together with the unpaid and accrued dividends thereon, the remaining assets and funds shall be divided and paid to the holders of the common shares according to their respective holdings of said shares.

Said preferred shares may be retired or redeemed, in whole or in part, on any dividend day after the date of payment of the first quarterly dividend declared, such retiring or redemption to be at par plus cumulated dividends on each of said preferred shares.

The holders of preferred shares shall have no voting privileges except that if default shall be made in the payment of seven consecutive quarter annual installments of dividends on said shares, the preferred and common shares shall have equal voting privileges at any and all meetings of the stockholders during the continuance of such default. Whenever such default shall occur, a special meeting of the shareholders of the Company shall be called at the request of the holders of ten per cent (10%) or more of the outstanding preferred shares, which meeting shall be convened on ten days notice mailed to each of the shareholders at his address as the same appears at the time on the books of the corporation, and, at such meeting, if such dividends still remain unpaid, the holders of the majority of the preferred and common shares, present or represented at said meeting, may remove the Board of Directors as then constituted and elect a new Board of Directors. The election of a new Board of Directors in the manner specified shall terminate the terms of office of all directors so removed. Thereafter, and until said default shall have been cured, the holders of the preferred shares shall have equal voting privileges, share for share, with the holders of the common shares.

2. That S. M. HASLETT, J. W. HOWELL, E. L. HASLETT, JR., J. J. SEARLE and P. M. HASLETT constituted the Directors of said Corporation at the time of said meeting and all of said directors were present at said meeting; that the said resolution was adopted by a vote of all of said directors and there was no dissenting vote.

3. That on the 23<sup>rd</sup> day of January, 1932, a written consent to the amendment of the said Articles THIRD, FOURTH and SIXTH was signed by the holders of One Thousand (1,000) shares of the stock of said HASLETT WAREHOUSE COMPANY; that the said resolution and the said articles, as so amended, were set forth in full in said Consent together with the fact that the same and each of them was approved.

4. That on said 23<sup>rd</sup> day of January, 1932, the holders of One Thousand (1,000) shares of the stock of said Company, also consented and agreed in writing that Article FIFTH of the said Articles of Incorporation should be amended to read as follows:

FIFTH: That the number of directors or trustees of said corporation shall be five and that the names and residences of the directors or trustees who are appointed for the first year, and to serve until the election and qualification of such officers, are as follows, to-wit:

<u>Names</u>	<u>Whose residence is at</u>
Samuel Haslett,	Alameda,
Robert H. Swayne,	Alameda,
Samuel M. Haslett,	Alameda,
Percy E. Haslett,	Alameda,
Charles E. Bailey,	San Francisco.

The number of persons constituting the Board of Directors may be fixed and changed by the By-Laws of the Corporation, but in no event shall said Board of Directors consist of less than five nor more than eleven persons.



That said Consent set forth in full the said Article FIFTH, as so amended, and also stated the fact that the said amendment was approved; said Consent also established the wording of the proposed amended articles of incorporation by providing that the said articles shall be amended so as to read as therein set forth in full and as hereto attached, together with the approval thereof.

4. That at the date of said resolution and at the date of said consents the total number of issued and outstanding shares of said corporation was One Thousand (1,000) and the holders of said shares were the only persons entitled to vote on amendments to the Articles of Incorporation; and that each and all of the holders of said shares signed the said consents and each thereof, and such consents have been filed, and are now on file, with the Secretary of this corporation.

IN WITNESS WHEREOF, said S. M. HASLETT, as President, and the said J. W. HOWELL, as Secretary, of said HASLETT WAREHOUSE COMPANY, have hereto set their hands and the seal of said corporation, this 28<sup>th</sup> day of January, 1932.



S. M. Haslett  
President

J. W. Howell  
Secretary

OF HASLETT WAREHOUSE COMPANY,  
a corporation.

STATE OF CALIFORNIA,  
City and County of San Francisco.

ss.

S. M. HASLETT and J. W. HOWELL, being first duly sworn, depose and say:

That at all times in this Certificate mentioned, they were respectively the President and Secretary of the Haslett Warehouse Company, a corporation organized and existing under the laws of the State of California; that at the date of said Directors Meeting, to-wit, on the 28th day of January, 1932, S. M. HASLETT, S. M. HASLETT, Jr., J. J. SEARLE, P. E. HASLETT and J. W. HOWELL were the Directors and constituted the Board of Directors of said corporation;

That at the date of said Directors Meeting and at the date of said Consents referred to in the foregoing Certificate, the total issued and outstanding shares of stock of said corporation, the holders of which were the only persons entitled to vote on amendments to the Articles of Incorporation, was One Thousand (1000) shares; that the Consents referred to in said Certificate were duly executed by all of the holders of the said stock and that said Consents have been filed with and are retained by the Secretary of said corporation.

That they have read the foregoing Certificate and know the contents thereof, and that the same is true of their own knowledge.

Subscribed and sworn to before me  
this 28th day of January, 1932,

[Signature]  
NOTARY PUBLIC  
In and for the City and County of  
San Francisco, State of California.

My Commission Expires August 1, 1934.

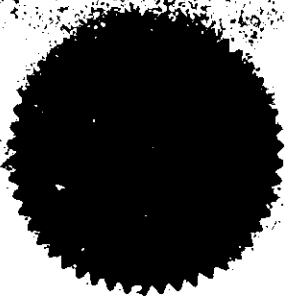
STATE OF CALIFORNIA,  
City and County of San Francisco. } ss.

On this 28th day of January, 1932, before me  
W. H. HEALEY, a Notary Public in and for said  
City and County of San Francisco, residing therein, duly com-  
missioned and sworn, personally appeared S. M. HASLETT and  
J. W. HOWELL, personally known to me to be the President and  
the Secretary, respectively, of the HASLETT WAREHOUSE CORPORA-  
TION, named in the foregoing Certificate, and they acknowledged  
to me that they executed the same as such President and Secre-  
tary on behalf of the said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my Official Seal, the day and year last above written.

  
NOTARY PUBLIC

In and for the City and County of  
San Francisco, State of California.  
My Commission expires August 24, 1933



ADDENDUM ARTICLES OF INCORPORATION

OF

HASLETT WAREHOUSE COMPANY.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens and residents of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California.

AND WE HEREBY CERTIFY

FIRST: That the name of said corporation shall be the  
HASLETT WAREHOUSE COMPANY.

SECOND: That the purposes for which said corporation is formed are:

(1) To engage generally in the storage and transportation of property and to do any and all things generally done or necessary or proper to be done by one engaged in the business of warehouseman or wharfinger or in the transportation of property or in the storage, drayage, commission or merchandising business;

(2) To acquire by purchase, lease, or otherwise own, hold, improve, equip, manage and operate warehouses, wharves, terminals, stations and storage buildings, and any and all kinds of motor, or other, vehicles, and all other buildings, equipment or facilities capable of being used in connection with the business of said company;

(3) To acquire by purchase, or otherwise, and to own, hold, improve, manage, operate, and to exchange, sell, dispose of, encumber by mortgage, deed of trust, or otherwise, and to lease, rent and otherwise deal in generally, real and personal property of every kind and character and wheresoever situate;

(4) To buy, or otherwise acquire, to own, hold and exercise all rights incidental to ownership of, to pledge or otherwise hypothecate, to sell or otherwise dispose of, shares of the capital stock and bonds of other corporations of whatsoever character and with whatsoever powers and wheresoever or by whatever authority said corporations may be organized;

(5) To borrow money, either without giving security therefor or by giving as security therefor a pledge or mortgage of personal property or a mortgage or deed of trust of real property, and to execute bonds, promissory notes, mortgages, deeds of trust, pledges or collateral agreements, and all other evidences of indebtedness and instruments of security;

(6) To acquire by purchase, or otherwise, to hold, own, use, lease, mortgage and otherwise dispose of all rights, privileges, permits and franchises suitable or convenient for any of the purposes of its business;

(7) To enter into any and all kinds of lawful contracts with persons, public and private corporations and bodies politic, necessary or convenient for the carrying on of its business;

(8) To do any of the things hereinbefore enumerated for itself, or on account of others, to make and perform contracts for the doing of any of said things, to carry on any business operation which may be deemed to be advantageous or profitable to the corporation in connection with or in furtherance of any of said purposes, or which may be calculated to enhance the value of or render profitable any of the corporation's property or rights; to acquire, manage, and dispose of contracts, property and rights of all kinds, both real and personal, including assets, businesses, good wills and liabilities of persons, firms and corporations, and to do any and all of the things set

forth herein to the same extent as natural persons might or could do;

(9) To do any and every act and thing incidental to the exercise, accomplishment and fulfillment of the foregoing objects or purposes, and to exercise any and all rights now or hereafter permitted under the laws of the State of California to similar corporations;

(10) The foregoing clauses shall be construed as independent objects, purposes and powers, and each of the objects, purposes and powers herein mentioned shall be in furtherance of, but not in limitation of, the others, and shall, except where otherwise expressly stated, be in no wise limited or restricted by any statement of any objects, purposes or powers herein, provided, however, that nothing herein shall be construed to authorize this corporation to conduct the business of banking, insurance, trust company, or any other business for which a special statute is provided.

THIRD: The principal office for the transaction of the business of the corporation is to be located in the City and County of San Francisco, in the State of California.

FOURTH: The said corporation shall have perpetual existence.

FIFTH: That the number of directors or trustees of said corporation shall be five and that the names and residences of the directors or trustees who are appointed for the first year, and to serve until the election and qualification of such officers, are as follows, to-wit:

NAMES  
Samuel Haslett,  
Robert M. Swayne,  
Samuel M. Haslett,  
Percy E. Haslett,  
Charles H. Bailey,

WHOSE RESIDENCE IS AT  
Alameda,  
Alameda,  
Alameda,  
Alameda,  
San Francisco.

The number of persons constituting the Board of Directors may be fixed and changed by the By-Laws of the corporation, but in no event shall said Board of Directors consist of less than five nor more than eleven persons.

SIXTH: The corporation shall be authorized to issue Two Thousand (2000) shares of stock, which shares shall be so classified that One Thousand (1000) thereof shall be preferred shares and One Thousand (1000) thereof common shares; the par value of each share of both classes of stock shall be One Hundred Dollars (\$100.00) and the aggregate par value of all shares shall be Two Hundred Thousand Dollars (\$200,000.00).

The holders of the preferred shares shall be entitled to receive when and as declared, from the net profits or surplus of the corporation, dividends at the rate of five per centum per annum, payable quarterly on dates to be fixed by the By-Laws. The dividends on the preferred shares shall be cumulative, and shall be payable before any dividend on the common shares shall be paid or set apart; if in any year, dividends amounting to five per centum shall not have been paid on the outstanding preferred shares, the deficiency shall be paid before any dividends shall be paid upon or set apart for the common shares. Whenever all cumulative dividends on the preferred shares for all previous years shall have been paid and the accrued quarterly installments of such dividends for the current year shall have been paid or declared and the moneys sufficient for the payment thereof set aside and made payable, the Board of Directors may declare dividends on the common shares, payable then or thereafter, out of any net profits or earned surplus available for dividends on such common shares.

In the event of any dissolution or liquidation (whether voluntary or involuntary) of the corporation, the holders of the preferred shares shall be entitled to be paid in full both the par value of their shares, and the unpaid dividends accrued thereon, before any amount shall be paid to the holders of the common shares; and after the payment to the holders of the preferred shares of the par thereof, together with the unpaid and accrued dividends thereon, the remaining assets and funds shall be divided and paid to the holders of the common shares according to their respective holdings of said shares.

Said preferred shares may be retired or redeemed, in whole or in part, on any dividend day after the date of payment of the first quarterly dividend declared, such retiring or redemption to be at par plus cumulated dividends on each of said preferred shares.

The holders of preferred shares shall have no voting privileges except that if default shall be made in the payment of seven consecutive quarter annual installments of dividends on said shares, the preferred and common shares shall have equal voting privileges at any and all meetings of the stockholders during the continuance of such default. Whenever such default shall occur, a special meeting of the shareholders of the Company shall be called at the request of the holders of ten per cent (10%) or more of the outstanding preferred shares, which meeting shall be convened on ten days notice mailed to each of the shareholders at his address as the same appears at the time on the books of the corporation, and, at such meeting, if such dividends still remain unpaid, the holders of the majority of the preferred and common shares, present or represented at said meeting, may remove the Board of Directors



as then constituted and elect a new Board of Directors. The election of a new Board of Directors in the manner specified shall terminate the terms of office of all directors so removed. Thereafter, and until said default shall have been cured, the holders of the preferred shares shall have equal voting privileges, share for share, with the holders of the common shares.

SEVENTH: That the amount of said capital stock which has been actually subscribed is two thousand five hundred (2,500) dollars, and the following are the names of the persons by whom the same has been subscribed, to-wit:

<u>Names of Subscribers</u>	<u>No. of Shares</u>	<u>Amount</u>
SAMUEL HASLETT	5	\$500.00
ROBERT H. SWAYNE	5	500.00
SAMUEL M. HASLETT	5	500.00
PERCY E. HASLETT	5	500.00
CHARLES E. BAILEY	5	500.00

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 14th day of February, A. D. 1898.

SAMUEL HASLETT (SEAL)

ROBERT H. SWAYNE (SEAL)

SAMUEL M. HASLETT (SEAL)

PERCY E. HASLETT (SEAL)

CHARLES H. BAILEY (SEAL)

SIGNED AND SEALED  
IN THE PRESENCE OF

HARRY L. HORN

STATE OF CALIFORNIA, )  
City and County of San Francisco. ) ss.

On this 14th day of February in the year A. D. one thousand eight hundred and ninety-eight, before me, HARRY L. HORN, a Notary Public in and for said City and County of San Francisco, residing therein, duly commissioned and qualified, personally appeared, Samuel Haslett, Robert H. Swayne, Samuel M. Haslett, Percy E. Haslett and Charles H. Bailey, known to me to be the persons whose names are subscribed to and who executed the within 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 last above  
written.

HARRY I. HORN (SEAL)

NOTARY PUBLIC

in and for the City and County of  
San Francisco, State of California.

STATE OF CALIFORNIA, )  
City and County of San Francisco. )ss.

I, C. F. CURRY, County Clerk of the City and County of San Francisco, State of California, do hereby certify the within to be a full, true and correct copy of Articles of Incorporation of THE HASLETT WAREHOUSE COMPANY as remains on file in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, this 15th day of February, A. D. 1898.

C. F. CURRY,

Clerk

By Wm A. Deane

(SEAL)

Deputy Clerk.

Endorsed  
Filed in the Office of the  
County Clerk of the City and  
County of San Francisco, State  
of California, this 15th day  
of February, A. D. 1898

C. F. CURRY, County Clerk

By Wm. A. Dean,  
Deputy Clerk.

FILED in the Office of the  
SECRETARY OF STATE  
the 16th day of Feb'y A. D. 1898  
L. H. BROWN,  
Secretary of State  
By W. T. Sesonon,  
Deputy  
Record Book 105 Page 39.