

FILED EFFECTIVE

251



**CERTIFICATE OF ORGANIZATION
LIMITED LIABILITY COMPANY**

2017 AUG -3 AM 11:17

Title 30, Chapters 21 and 25, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the application in duplicate.

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:
ADVANCED THERMOPLASTIC COMPOSITES, LLC
2. The complete street and mailing addresses of the principal office is:
1224 N. LEAN STREET
POST FALLS, ID 83854
3. The name of the registered agent and the street address of the registered agent:
JAMES F. TOPLIFF 1424 E. SHERMAN AVENUE, SUITE 300, CDA, ID 83814
4. The name and address of at least one governor of the limited liability company:
DAN JORGENSEN 1224 N. LEAN STREET, POST FALLS, ID 83854
BARBARA JORGENSEN 224 N. LEAN STREET, POST FALLS, ID 83854
STEVE HELMBRECHT 224 N. LEAN STREET, POST FALLS, ID 83854
JOHN HEMMINGSON 224 N. LEAN STREET, POST FALLS, ID 83854
5. Mailing address for future correspondence (annual report notices):
424 E. SHERMAN AVENUE, SUITE 300, CDA, ID 83814

Signature of organizer(s)

Signature: [Signature]

Printed Name: DAN JORGENSEN

Signature: _____

Printed Name: _____

Secretary of State use only

IDAHO SECRETARY OF STATE

08/03/2017 05:00

CK:14191744 CT:172099 BH:1596582

1@ 100.00 = 100.00 ORGAN LLC #3

W187108

**CERTIFICATE OF ORGANIZATION
OF
ADVANCED THERMOPLASTIC COMPOSITES, LLC**

(Continued)

6. Duration

The latest date on which the limited liability company is to dissolve is as provided in the Operating Agreement.

7. Management

Management of the limited liability company is vested in one or more managers.

8. Manager Executing Certificate

The name and address of the manager executing this Certificate is as follows:

DAN JORGENSEN

1224 North Lean Street
Post Falls, Idaho 83854

9. Manager/Member Liability

A member or manager of the limited liability company shall not be personally liable to the limited liability company or its other members for monetary damages for conduct as a member or manager, except for liability of the member/manager for (i) acts or omissions that involve intentional misconduct or a knowing violation of the law by the manager, (ii) conduct which violates Section 30-6-405 of the Idaho Code, pertaining to unpermitted distributions to members or loans to member/manager, or (iii) any transaction from which the manager will personally receive a benefit in money, property or services to which the member/manager is not legally entitled. If the Idaho Limited Liability Company Act is amended to authorize limited liability company action further eliminating or limiting the personal liability of members or managers, then the liability of a member or manager of the limited liability company shall be eliminated or limited to the fullest extent permitted by the Idaho Limited Liability Company Act, as so amended. Any repeal or modification of the foregoing paragraph by the members of the limited liability company shall not adversely affect any right or protection of a member or manager of the limited liability company existing at the time of such repeal or modification.

10. Indemnification

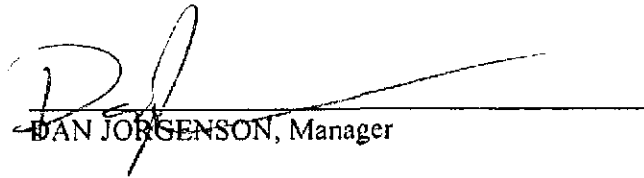
The limited liability company shall indemnify each member and manager against all liability, damage or expense resulting from the fact that such person is or was a member or

manager, to the maximum extent and under all circumstances permitted by law; except that the limited liability company shall not indemnify a member or manager against liability, damage or expense resulting from the member's or manager's gross negligence or as otherwise provided in the Idaho Limited Liability Act.

11. Effective Date

This Certificate of Formation will be effective upon filing with the Office of the Secretary of State.


DATED: July 24, 2017.


DAN JORGENSEN, Manager

Consent to Appointment as Registered Agent

James F. Topliff hereby consents to serve as Registered Agent, in the State of Idaho, for the above-named limited liability company. James F. Topliff understands that as agent for said limited liability company, he will be responsible to accept Service of Process on behalf of the limited liability company; to forward license renewals and other mail to the limited liability company; and to immediately notify the Secretary of State in the event of its resignation, or of any changes in the registered office address of 1424 E. Sherman Avenue, Suite 300, Coeur d'Alene, ID 83814.

DATED: July 24, 2017.



JAMES F. TOPLIFF



STATEMENT OF CONVERSION

2017 AUG -3 AM 11: 17

Pursuant to § 30-22-405, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the form in duplicate.
 SECRETARY OF STATE
 STATE OF IDAHO

Note: Conversion documents are complex. Please seek appropriate legal and/or financial advice before making this important business decision.

1. CONVERTING ENTITY:

Name: ADVANCED THERMOPLASTIC COMPOSITES, INC.Jurisdiction: WASHINGTONType: CORPORATION
☐ This is a domestic entity, and this plan of conversion was approved in accordance with § 30-22-403, Idaho Code.

☒ This is a foreign entity, and this plan of conversion was approved in accordance with the law of its jurisdiction of formation.

2. CONVERTED ENTITY:

Name: ADVANCED THERMOPLASTIC COMPOSITES, LLCJurisdiction: IDAHOType: LIMITED LIABILITY COMPANY

- a. If this is a **domestic** entity or domestic limited liability partnership, please attach a copy of the entity's public organic record, or statement of qualification.
- b. If this is a **foreign** entity please designate a registered agent in the space provided:

3. EFFECTIVE DATE OF CONVERSION:

☒ Effective upon filing

☐ On future date: _____

(Date - date - not prior to 1902 by in the future)

Printed Name: DAN JORGENSONCapacity: MANAGER / CEOSignature: [Signature]

Secretary of State use only

IDAHO SECRETARY OF STATE

08/03/2017 05:00

CK: 14191744 CT: 172099 BH: 1596582

1@ 30.00 = 30.00 CONVERSION #2