

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

SPUNSTRAND INCORPORATED

a corporation duly organized and existing under the laws of 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 Second June day of 1961, a properly authenticated copy of its articles of incorporation, and on the Second June day of 1961, a designation of Edgar Wood Shoshone the County of 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 2,33 day of June A.D. 19 64.

Washington

Secretary of State.

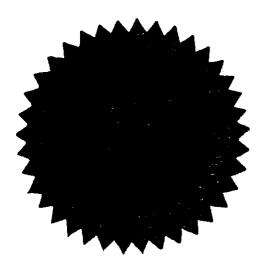
United States of America State of Machington



TO ALL TO WHOM THESE PRESENTS SHALL COME Victor A. Meyers

Secretary of State of the State of Washingson and custodian of the Seal of said State, do hereby certify that the annexed is a true and correct copy of the Articles of Incorporation and all amendments thereto of Q.E.D. INCORPORATED, including Amendatory Articles changing the name to SPUNSTRAND INCORPORATED, which have been duly filed and recorded in my office in accordance with law; I further certify that SPUNSTRAND INCORPORATED has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1961; and I further certify that I am the officer having the legal custody of the official record of the original Articles of

Incorporation and all amendments to the Articles of said corporation.



In Testimony Whereof, I have hereunto set mry hand and affixed hoves the Seal of the State of Washington. Done at the Capitol, at Ohympia, this 8th day of May AD. 19 61

AND FILED

ARTICLES OF INCORPORATION

Q.E.D. INCORPORATED

The persons executing and subscribing to these Articles of Incorporation, being each of us over the age of twenty-one years and citizens or residents of the United States, do hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the Laws of the State of Washington, R.C.W. 23.12.010 - 23.52.080, and in pursuance thereof, do hereby sign, acknowledge and adopt the following Articles of Incorporation, in triplicate original, and state as follows:

ARTICLE I.

The name of this corporation is and shall be:

Q.E.D. INCORPORATED

ARTICLE II.

The objects and purposes for which this corporation is formed are and shall be:

1. To engage in the manufacture, research, distribution and sale of flexible tubing, ducting, hose connections, bellows and other related products, and in connection therewith, but without limiting the generality thereof, to build, lease or purchase such properties, equipment and other things necessary in the full and complete operation thereof; to manufacture, buy, sell, distribute or otherwise acquire, sell, convey, transfer and otherwise dispose of, mortgage or otherwise encumber, goods, wares and merchandise of all kinds, also all equipment and fixtures used in the manufacture, sale, distribution or purchase

of such goods, wares and merchandise.

- 2. To acquire by lease, purchase, contract, concession or otherwise, and to own, build, develop, explore, exploit, improve, operate, lease, enjoy, control, manage or otherwise turn to account, mortgage, grant, sell, exchange or convey or otherwise dispose of, either within or without the State of Washington, and in any country, domestic or foreign, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests and properties of every description and nature whatsoever.
- otherwise, and to hold for investment or otherwise, sell, exchange, mortgage, pledge or otherwise dispose of, or turn to account, or realize upon, and generally to deal in and with all forms of securities, including, but not by way of limitation, shares, stocks, bonds, debentures, notes, scrip, mortgages, evidence of indebtedness, certificates of indebtedness and certificates of interest issued or created in any and all parts of the world by corporations, associations, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities or other political or governmental divisions or subdivisions, or by any combinations, organizations or entities whatsoever, or issued or created by others, irrespective of their form or the name by which they may be described, and all trust participation and other certificates of, and receipts

evidencing interest in any securities, and to issue in exchange therefor or in payment thereof, in any manner permitted by law, its own stock, bonds, debentures, or its other obligations or securities, subject to the provisions of this certificate, or to make payment therefor by any other lawful means of payment whatsoever; to exercise any and all rights, powers and privileges of individuals in ownership or interest therein, including the right to vote thereon and to consent and otherwise act with respect thereto; to do any and all acts and things for the preservation, protection, advancement, improvement and enhancement in value of any and all such securities or evidence of interest therein, and to aid by loan, subsidy, guaranty or otherwise those issuing, creating, or responsible for any such securities or evidence of interest therein, as aforesaid, by original subscription, underwriting, loan, participation in snydicates or otherwise, and irrespective of whether or not such securities or evidences of interest therein be fully paid or subject to further payment; to make payments thereon as called for or in advance of calls or otherwise, and to underwrite or subscribe for the same conditionally or otherwise and either with a view to investment or for resale or for any other lawful purpose.

4. To purchase or otherwise acquire, hold, own, improve, utilize, lease, mortgage, pledge, sell, convey and otherwise acquire, use, dispose of, encumber or deal in personal property of every kind and description.

- 5. To endorse or guarantee the payment of principal and/
 or interest or dividends upon, and to guarantee the performance
 of sinking funds or other obligations, or any stocks, bonds,
 obligations or other securities or evidences of indebtedness,
 and to guarantee in any way and insofar as may be permitted
 by law, the performance of any of the contracts or other undertakings in which the corporation may otherwise be or become
 interested, of any corporation, association, general or limited
 partnership, firm, trustee, syndicate, individual, government,
 state, municipality, or other political or governmental division or subdivision, domestic or foreign.
- 6. To make, enter into and carry out any arrangements which may be deemed to be for the benefit of the corporation, with any corporation, association, partnership, firm, trustee, syndicate, individual, government, state, municipality, or other political or governmental division or subdivision, domestic or foreign, or any combination, organization or entity, domestic or foreign; to obtain therefrom or otherwise acquire by purchase, lease, assignment or otherwise, any powers, rights, privileges, immunities, franchises, guarantees, grants and concessions; to hold, own, exercise, exploit, dispose of and realize upon the same as to undertake and prosecute any business dependent thereon; and to cause to be formed, to promote, to aid in any way, the formation of, and to manage any corporation, general or limited partnership, association, or organization of any kind, domestic or foreign, for any such purpose.

- 7. To cause to be formed, merged or reorganized or liquidated, and to promote, take charge of and aid in any way permitted by law, the formation, merger, liquidation or reorganization of any corporation, association, or organization of any kind, domestic or foreign, and to form, organize, promote, manage, control and maintain and dissolve, merge or consolidate one or more corporation in the shares of securities of which this corporation may be or become interested, for such purpose or purposes as may aid or advance the objects and purposes of this corporation.
 - 8. To borrow or raise money to any amount permitted by the general corporation laws of the State of Washington by the sale or issue of bonds, notes, debentures, collateral trust certificates or other obligations of any nature or in any manner, and to secure the same by mortgage or other liens upon any and all of the property, real, personal or in action, of every description whatsoever, or any portion thereof, of the corporation.
 - 9. To purchase, hold, cancel, reissue, sell or transfer shares of its own capital stock, provided that it shall not purchase shares of its capital stock when such purchase would be contrary to general corporation laws of the State of Washington, and, further, that the shares of its own capital stock belonging to it directly or indirectly shall not be voted upon.
 - 10. To have and maintain one or more offices within or

outside of the State of Washington at which meetings of share-holders and directors may be held, and all or any part of the corporation's business may be conducted; however, the books of account, records and/or documents, and papers of the corporation shall be kept at any place or places within the State of Washington, subject to such limitations as may be made by the By-laws of the corporation.

11. To do, in the State of Washington, or in any other country, state, territory or locality, either as principal or agent, and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or attainments of any one or more of the objects herein enumerated or incidental to the powers herein specified, or which shall at any time appear conducive to or expedient for the accomplishment of any of the purposes or attainments of any of the objects hereinbefore enumerated not in consistent with the laws of the State of Washington, and to execute, from time to time, such general or special powers of attorney and to such persons as the Board of Directors may approve, granting to such persons all powers either in the United States of America or in any other country, state, territory or locality which the Board of Directors may deem proper, and to revoke such powers of attorney as and when the Board of Directors may desire.

It is the intention that the objects and purposes set

forth in the foregoing clauses shall not, unless otherwise specified herein, be in any wise limited or restricted by reference to or inference from the terms of any other clause of these Articles of Incorporation, but that the objects and purposes specified in each of said clauses shall be regarded as independent objects and purposes.

It is also the intention that the foregoing clauses shall be construed as powers, as well as objects and purposes, and the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation, and generally the corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the "Uniform Business Corporation Act of Washington."

ARTICLE III.

This corporation is to have perpetual existence. $\label{eq:article_iv} \text{ARTICLE IV}.$

The registered office of this corporation shall be: 1220 East Cherry Street, Seattle, Washington ARTICLE V.

The aggregate number of shares which the corporation shall have authority to issue is 500 shares, with the par value of One Hundred Dollars (\$100.00) per share; having an aggregate par value of Fifty Thousand Dollars (\$50,000.00); and shall be known as "Common Stock" and which shall be the voting stock of the corporation.

This stock may be issued from time to time for such consideration as may be fixed and determined from time to time by the Board of Directors.

The consideration for the issuance of shares may be paid in whole or in part in money, in other property, tangible or intangible, or in labor or services actually performed for or on behalf of the corporation prior to or during the existence of the corporation. When payment of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and non-assessable. Neither promissory notes for future services shall constitute payment or part payment for shares of the corporation. In the absence of fraud in the transaction, the judgment of the Board of Directors or of the shareholders, as the case may be, as to the value of the consideration received for the shares shall be conclusive. No certificate shall be issued for any shares until such share is fully paid.

ARTICLE VI.

The amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00) in cash or other property taken at a fair valuation.

ARTICLE VII.

The number of Directors may be increased or decreased from time to time by amendment of the By-laws; but no decrease shall have the effect of shortening the term of any incumbent director. In the absence of a By-law fixing the number of

directors, the number shall be four. In case of any increase in the number of directors of the corporation, the additional directorships created may be filled in the first instance in the same manner as a vacancy in the Board of Directors. A Director need not be a shareholder.

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS	TERM OF OFFICE
Robert H. Anderson		April 1, 1959, or until their successors are elected and qualified.
V. C. McCall	1220 East Cherry Street (
J. S. Barlow	2017 - 34th Avenue South (Seattle, Washington	
A. L. Strope	1220 East Cherry Street (Seattle, Washington (

The Board of Directors may by resolution or resolutions passed by a majority of the whole Board, designate one or more committees, each committee to consist of two or more of the Directors of the corporation, which to the extent provided in said resolution or resolutions or in the By-laws of the corporation, shall have and may exercise the powers of the Board of Directors, in the management of the business and affairs of the corporation, and may have the power to authorize the seal of the corporation to be affixed to all papers which require it. Such committee or committees shall have such name or names as may be stated in the By-laws of the corporation, or as may be determined from time to time by resolution adopted by the Board

of Directors.

ARTICLE VIII.

In furtherance and not in limitation of the powers conferred by the laws of the State of Washington, the Board of Directors is expressly authorized and the powers are hereby vested in them to:

- (a) Hold meetings, regular or special, either within or without the State of Washington;
- (b) Adopt the initial By-laws of the corporation; and
- (c) alter, amend, or repeal the By-laws, or adopt a new code of By-laws; the By-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with these Articles of Incorporation or the laws of the State of Washington.

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board of Directors is hereby authorized to direct, by resolution duly adopted, the purposes set forth herein and to exercise the powers set forth, without previous authorization or subsequent approval of the shareholders of the corporation, subject, nevertheless, to the provisions of the laws of the State of Washington, of the Articles of Incorporation and of the By-laws of the corporation.

ARTICLE IX.

The names of the incorporators of this corporation, together with their post office addresses and statement of the number and class of the capital stock of the corporation subscribed for by each are as follows:

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NAME	ADDRESS	NO. AND CLASS OF SHARES
Robert H. Anderson	1220 East Cherry St. Seattle, Washington	1 Common
V. C. McCall	1220 East Cherry St. Seattle, Washington	25 Common
J. S. Barlow	2017 - 34th Ave. So. Seattle, Washington	25 Common

ARTICLE X.

Any director or any officer elected or appointed by the shareholders or by the Board of Directors may be removed at any time in such manner as shall be provided by the By-laws of the corporation.

Any contract or other transaction between this corporation and one or more of its Directors, or between the corporation and any firm of which one or more of its Directors are members or employees, or in which they are interested, or between this corporation and any corporation or association of which one or more of its Directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation which acts upon or in reference to such contract or transaction, and notwithstanding his or their participating in such action if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the Directors present. Such interested Director or Directors shall

be counted in determining whether a quorum is present.

Any contract, transaction or act of the corporation or of the Directors or of any committee which shall be ratified by a majority of a quorum of the shareholders of the corporation at any annual meeting or any special meeting called for such purposes shall, insofar as permitted by law or by the Articles of Incorporation of the corporation, be as valid and as binding as though ratified by every shareholder of the corporation.

ARTICLE XI.

This corporation saves and reserves the right, from time to time, to amend, alter, repeal or to add any provision to these Articles of Incorporation in any manner nor or hereafter prescribed or permitted by law, and all rights conferred upon shareholders by these Articles of Incorporation, or any amendment thereto, are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators hereinbefore named, have executed these Articles of Incorporation in triplicate in the manner required by law, hereby declaring and certifying that the facts herein stated are truly set forth, and we have accordingly hereunto set our hands and seals this 28 day of March, 1958.

Robert H. Anderson

V. C. McCall

J. S. Barlow

STATE OF WASHINGTON)

COUNTY OF KING)

This is to certify that on this 28 day of March, 1958, before me, the undersigned Notary Public in and for the State of Washington, personally appeared ROBERT H. ANDERSON, V. C. McCALL and J. S. BARLOW, to me known to be the individuals described in and who executed the within instrument and acknowledged to me that they signed the same as their free and voluntary acts and deeds for the purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal the day and year in this certificate first above written.

Notary Public in and for the State of Washington, residing at Seattle.

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Articles of Incorporation

Q.E.D. Incorporated

Place of business Seattle

Time of environce Perpetual

retary of State April 1, 1958

et 9:45

Domestic Corporations

Seattle 4, Washington 755 Dexter Horton Bldg. Torbenson, Thatcher & Stevenson

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I. VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

AMENDED

ARTICLES OF INCORPORATION OF THE

Q. E. D. INCORPORATED

(Increasing number of shares to 50,0 changing name to Spunstrand Incorpo	000 and reducing par value to \$1.00 and mated)
a Domestic Corporation, of Sant the 8th day of May	, Washington, was, on A. D. 19 61 . at 10:26 o'clock A. M.,
filed for record in this office and now remains	
Filed at request of	IN TESTIMONY WHEREOF, I have hereunto set
Torbenson, Thatcher $\&$ Stevenson	my hand and affixed hereto the Seal of the
755 Dexter Horton Bldg.	State of Washington. Done at the Capitol, at
Seattle 4, Madeington	Olympia, this 8th day of May
	A. D. 18 11 .
Filing and recording fee \$ 10.00	Olcho a Mayers, Secretary of State
Ticense to June 10, 19 \$	VICTOR A. MEYERS, Secretary of State
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AMENDMENTS OF ARTICLES OF INCORPORATION

MAY - 1961

OF

Q.E.D. INCORPORATED

THESE PRESENTS WITNESS: That we, R. H. Anderson and A. L. Strope, President and Secretary respectively, of Q.E.D INCORPORATED, a Washington corporation, in conformity with the Uniform Business Corporation Act of the State of Washington, do make and sign the following Amendments of Articles of Incorporation of said corporation, in triplicate original:

At a special meeting of the Shareholders and of the Board of Directors of Q.E.D. INCORPORATED, duly called pursuant to notice, on March 24, 1961, the following Resolutions of Q.E.D. INCORPORATED were adopted:

RESOLVED that Article I of the Articles of Incorporation be and it is hereby changed to read as follows:

"ARTICLE I.

That the name of this corporation shall be SPUNSTRAND INCORPORATED."

RESOLVED that Article V of the Articles of Incorporation be and it is hereby changed to read as follows:

"ARTICLE V.

The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares with the par value of \$1.00 per share; having an aggregate par value of \$50,000.00; and shall be known as 'common stock' and which shall be the voting stock of the corporation."

and that all of Article V as previously adopted remain as it is now written

The aforesaid Resolutions, proposing amendments to the Articles of Incorporation of Q.E.D. INCORPORATED were adopted by the affirmative vote of the holders of all of the common stock, being the voting power of said corporation, there being no other class of stock.

IN WITNESS WHEREOF, we have this day of April, 1961, executed these Articles of Amendment in triplicate original on behalf of the above named corporation, and under the corporate seal.

President

STATE OF WASHINGTON)

COUNTY OF KING)

THIS IS TO CERTIFY that on this day personally appeared before me, the undersigned, a Notary Public, R. H. ANDERSON and A. L. STROPE, duly elected, qualified and acting President and Secretary, respectively, of Q.E.D. INCORPORATED, and acknowledged that they executed the foregoing Amendments of Articles of Incorporation of Q.E.D. INCORPORATED as the free and voluntary act and deed of said corporation; and on oath stated that they were authorized to execute said instrument and to affix the corporate seal of said corporation.

On oath, further stated that said Amendments of the Articles of Incorporation of Q.E.D. INCORPORATED were duly authorized and adopted by the shareholders and the Board of Directors of said

=2LAW OFFICES OF
Torbonson, Thatcher & Stevenson
700 DEXTER HORTON BUILDING
REATTLE 4 WASHINGTON

corporation, at duly held meetings thereof on the 24th day of March, 1961, at which meeting all of the shareholders of said corporation were present and voted in favor of said Resolutions for the Amendment of the Articles of Incorporation of Q.E.D. INCORPORATED.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 23 day of April, 1961.

Notary Public in and for the State of Washington, residing at Seattle

-3LAW OFFICES OF
Forbanson, Thatcher & Stevenson
TOS DEXTER HORTON BUILDING
SEATELL 4. WASHINGTON

RDT:nb