

# CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

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

#### HOWARD-CRAWFORD, INC.,

a corporation duly organized and existing under the laws of

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 Seventh day of October,

19 66, a properly authenticated copy of its articles of incorporation, and on the Seventeenth day of October,

19 66, a designation of Merrill K. Gee in the County of Bannock 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 17th day of October.

A.D. 186

Secretary of State.

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OFFICE OF

JOHN KOONTZ
SECRETARY OF STATE



## DEPARTMENT OF STATE

I, JOHN KOONTZ, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

HOWARD-CRAWFORD CONSTRUCTION CO., INC.

Together with all charter documents on file in this office to the date of this certificate, now known as

HOWARD-CRAWFORD, INC.

as the same appears on file and of record in this office.

In Witness Whereof, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this 3RD day of OCTOBER A. D. 19 66

Secretary of State

Beputy

Form 1

### ARTICLES OF INCORPORATION

OF

# HOWARD-CRAWFORD CONSTRUCTION CO., INC.

\* \* \*

# KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a Corporation under and pursuant to the Laws of the State of Nevada, and WE HEREBY CERTIFY:

FIRST: The name of said Corporation is: HOWARD-CRAWFORD CONSTRUCTION CO., INC.

SECOND: The principal office of this Corporation is to be located at Room 405, Henderson Bank Building, City of Elko, County of Elko, State of Nevada.

THIRD: That the nature of the business, objects and purposes proposed to be transacted, promoted or carried on by the Corporation are:

- (a) To carry and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, highways, bridges, manufacturing plants, or mines and mining premises.
- (b) To engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction or excavation, and to execute contracts or to receive assignments of contracts therefor, or relating thereto.
- (c) To engage in the business of engineering, designing, manufacturing, buying, selling, leasing and distributing machinery, devises, products, materials and accessories used in construction work of all kinds, including buildings, bridges, viaducts, sewers, sewage treatment, water purification works, dams, roads, pavements, mines and mining premises; to lease purchase, hold and operate such equipment and other property both real and personal, as it may consider necessary, convenient, expedient or useful for the successful conduct of its business, in general, to do all things proper and necessary for the successful conduct of its business.

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LEO J PUCCINELLI
ATTORNEY AT LAW
LENGERSON BARK BLOG.

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(1) To aid any way of surety or guarantor any and all persons, firms, associations of corporations of unomer of which shares, stocks, debentures, honds, notes, mortganes, securities or other obligations, or evidences of interiorness of any kind and every description, may be ouned or eld by this corporation; and to do any other acts or mings for the preservation, protection, improvement and/or enchancement of the value of any or all such stocks bonds, mortgages, deeds of trust, evidences of indebtedness or other orligations of any and every kind and description, or to be any acts on things designed for any such purposes whenever, in a judgment of the Board of Directors of this corporation

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To acquire, hold, use, sell, assign, leace, as a clice of its espect of, mo thank, or of concerns fishese fishese of letters rate to of the United Sharks of any foreign result with an accesses, contrigions, independent and trade-marks and trade-marks and trade-caped aclarity to be the self-in connection bits as the sixtess of injections at the sixtess of injecti

- (o) To purchase, secure, obtain and adjuste in any lawful most, hold, it and sell or otherwise dispose of, rademarks, tradenames, copyrights, trades, labels, patrice, trademarks, tradenames, copyrights, trades, labels, patrice, and to establish, formulas and processes, indice establish, and it as whose the rustless of applying, using, regime, allow, radius in, section in trust, pleiging or mortgaging that the first is a section of any letters patent, regions sion whate, has a season and any letters patent, regions sion whate, its establish any letters patent, regions the United States of America, or any grass, latifice or regulatory trades, or any forcist country or covernment. To apply fir, procure and obtain any letters patent or grants, foreign or domestic, for all inventions, incovernments, trademarks and processes by establishing covernments and socret processes for account and in the name of the composition. To exploit and avelop any and all such inventions, improvements, trademarks or patent or other and less as immobilities, nature or description. To key, sell a line securior inventions, improvements, trademarks or process is any particular territory of this or any folial, the valuation of any patent of other rights the company may acquire or propose to acquire, and to make contracts for royalties for any patent rights, defending on a lightors of
- (p) To issue conds, debentures of objects to sorporation from time to time, for any of the objects or purposes of the corporation, and to secure the same of morrogage, pledge, deer of trust, or otherwise.
- (q) To purchase, hold, sell and transfer the praise of its own capital stock; provided it shall not use is finds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its

capital; and provided further, shares of its own capital stock belonging to it shall not be votes upon directly or indirectly.

- (r) To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold,, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the Laws of such State, District, Territory, Colony or Country.
- (s) To carry into effect any one or more or all of the objects or purposes herein set forth, and to such end to do any one or more or all of the acts and things aforesaid, and likewise, any or all such acts and things necessary to incidental thereto as such corporation may lawfully do; and in conducting and carrying on its business, and for the purpose of attaining, promoting or furthering any one or more of its said objects or purposes, to exercise any or all powers aforesaid and any and all powers which may be incident or cognate thereto; and in general to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Nevada upon corporations formed under the Act providing a General Corporation Law, approved March 21, 1925, and all acts supplementary thereto, or amendatory thereof, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing clauses are to be construed both as objects and powers; and it is hereby expressly provided that the enumeration herein of specific powers shall not be held to limit or restrict in any manner the general powers of the Corporation granted to it by right of its existence, as outlined in the General Corporation Laws of the State of Nevada.

FOURTH: The total authorized capital stock of this Corporation shall be ONE HUNDRED THOUSAND AND NO/100 DOLLARS (\$100,000.00), divided into 1,000 shares of the par value of ONE HUNDRED AND NO/100 DOLLARS (\$100.00) each; such stock may be issued by the Corporation from time to time, for such consideration as may be fixed by the Board of Directors thereof.

FIFTH: That the members of the governing board shall be styled "Directors" and the number of such Directors shall not be less than three, but may be increased or changed in the manner provided by the General Corporation Law of this

State. The first Board of Directors shall consist of three

(3) members, whose names and addresses are as follows:

LIDO A. PUCCINELLI 231-4th Street, Elko, Nevada

LEO J. PUCCINELLI 567 - 14th Street, Elko, Nevada

GERTRUDE F. PUCCINELLI 567 - 14th Street, Elko, Novada

SIXTH: The capital stock of this Corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment to pay debts of this Corporation and no stock issued as fully paid up shall ever be assessable or assessed and the Articles of Incorporation shall not be amended in this particular.

SEVENTH: The names and Post Office addresses of each of the Incorporators signing these Articles of Incorporation are as follows:

LIDO A. PUCCINELLI 231 - 4th Street, Elko, Nevada

LEO J. PUCCINELLI 567 - 14th Street, Elko, Nevada

GERTRUDE F. PUCCINELLI 567 - 14th Street, Elko, Nevada

EIGHTH: This Corporation is to have perpetual existence.

NINTH: This Corporation reserves the right to amend, repeal or change any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Nevada, and all rights conferred upon officers, directors and stockholders herein are granted subject to this reservation.

TENTH: In furtherance, and not in limitation of the powers conferred by Statutes and/or the Laws of the State of Nevada, the Board of Directors is hereby expressly authorized, among other things, to:

- (a) Make contracts for the sale of stock in behalf of the Corporation, and to purchase or lease, for cash or stock, properties for the benefit of the Corporation.
- (b) Fix their own compensation, as well as the salary of other officers, agents and employees of

LEO J. PUCCINELLI ATTORNEY AT LAW HENDERSON BANK BLDG. ELKO, NEVADA 89801 this corporation.

- (c) Py a majority vote of the whole Board, to designate one of their members to constitute an Executive Committee, which members shall have and exercise any and all of the powers of the Board of Directors, and the management of the business and affairs of this Corporation, except the power to declare dividends and to adopt and amend and repeal the By-Laws. Said Executive Committee shall have the power to authorize the Seal of this Corporation to be affixed to all papers which may require it.
- (d) And the Corporation may, in its By-Laws, confer power upon its Directors, in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statutes of the State of Nevada.

IN WITNESS WHEREOF, we have hereunto set our respective hands this 2nd day of April, A. D., 1965.

LEO J. PUCCINELLI	
the de ducentle	
LIDO A. PUCCINELLI	
GERTRUDE F. PUCCINELLI	

STATE OF NEVADA )
) ss
COUNTY OF ELKO )

On this 2nd day of April, A. D., 1965, personally appeared before me, the undersigned, a Notary Public in and for the County and State aforesaid, LEO J. PUCCINELLI, LIDO A PUCCINELLI and GERTRUDE F. PUCCINELLI, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they, and each of them, executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at my office in said County and State the day and year in this Certificate first above written.

NOTARY PUBLIC

CERTIFICATE OF AMENDMENT

TO THE

### ARTICLES OF INCORPORATION

ΟF

HOWARD-CRAWFORD CONSTRUCTION CO., INC. (changing its name to HOWARD-CRAWFORD, INC.)

1. At a meeting of the Stockholders of HOWARD-CRAWFORD CONSTRUCTION CO., INC., an Amendment to the Articles of Incorporation was approved to change Article FIRST to read:

"FIRST: The name of the Corporation is

### HOWARD-CRAWFORD, INC."

The Amendment previously had been proposed by Resolution of the Board of Directors.

2. The vote on the amendment was 420 shares in favor, none opposed. The total shares outstanding are 420.

Assistant IN WITNESS WHEREOF, the President and/Secretary have executed this Certificate of Amendment this 20th day of May, 1965.

EVERETT E. HOWARD, Jr., President

//
FRANCIS M. CRAWFORD, / Secretary
Assistant

STATE OF NEVADA )

COUNTY OF ELKO )

On this 20th day of May, A. D., 1965, personally appeared before me, a Notary Public in and for the said County and State, EVERETT E. HOWARD, Jr. and FRANCIS M. CRAWFORD, known Assistant to me to be the President and Secretary respectively of HOWARD—CRAWFORD CONSTRUCTION CO., INC., a corporation organized and existing under the laws of the State of Nevada, who executed the foregoing instrument on behalf of said Corporation, and upon oath did depose and say that he, EVERETT E. HOWARD, Jr., is the President, and that he, FRANCIS M. CRAWFORD, is the Secretary of said Corporation; that they are acquainted with the Seal of

LEO J. PUCCINELLI ATTORNEY AT LAW "" SON BANK BLDG. NEVADA 89801 said Corporation and that the Seal affixed to said instrument is the Corporate Seal of said Corporation; that the
signatures to said instrument were made by officers of said
Corporation as indicated after said signatures; and that the
said Corporation executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at my office in the County of Elko, State of Nevada, the day and year in this Certificate first above written.

NOTARY PUBLIC

My Commission Expires:

My Common Dr. Ekster Conspirence now

LEO J. PUCCINELLI ATTORNEY AT LAW HENDERSON BANK BLDG. ELKO. NEVADA 89801