

Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

LOUIS E. CLAPP
I, ~~AMERICAN~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

RAMCO RIGGING 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 **Twentieth** day of **May** 19**46**, a properly authenticated copy of its articles of incorporation, and on the **Twentieth** day of **May** 19**46**, a designation of **W. C. Roden or T. H. 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 **20th** day of **May**, A.D. 19**46**.

Secretary of State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

(PHOTOCOPY CERTIFICATION)

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

That the photographic reproduction hereunto annexed was prepared by and in my office from the record on file of which it purports to be a copy, and that it is full, true and correct.

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

this MAY 6 1966



Frank M. Jordan

Secretary of State

By *Walter C. Stutler*

Assistant Secretary of State

FILED

In the office of the Secretary of State
of the State of California

306427

ARTICLES OF INCORPORATION

OF

RAMCO RIGGING CO.

JUL 18 1955

FRANK M. JORDAN, Secretary of State

By [Signature] Deputy

ONE: The name of this corporation is
RAMCO RIGGING CO.

TWO: The purposes for which this corporation is
formed are:

1. The specific business in which the corporation proposes ordinarily and initially to engage is that of all types of rigging, millwright and structural steel work and machinery installation.

2. To acquire, hold, and own any and all licenses, permits and franchises, and to operate under such licenses, permits and franchises in connection with the matters and things enumerated herein.

3. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation with any person, firm, corporation, private, public, or municipal, body politic, any state, territory or municipality of the United States or any foreign government, colony or body politic.

4. To acquire by purchase, subscription or otherwise hold, mortgage, pledge, sell, assign, transfer, exchange or otherwise dispose of shares of the stock of, or any bonds or other securities,

Restriction of right
to amend articles

Yes

evidences of indebtedness or obligations created by, any other corporation or corporations, and to pay therefor, in whole or in part, with cash or other property or with shares, bonds or other obligations of this corporation, and, while the owner or holder of any such shares or bonds or other securities or evidences of indebtedness or obligations of any such other corporation or corporations, to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including the right to vote thereon and to consent in respect thereof for any and all purposes; to purchase and acquire shares of stock of this corporation.

5. To promote, aid and assist, financially or otherwise, corporations, copartnerships, joint stock companies, syndicates, trustees, associations and individuals to the extent legally permissible to a corporation organized under the laws of the State of California; and to a like extent to endorse or underwrite the shares, bonds, debentures, notes, securities or other obligations or undertakings of any corporation, copartnership, joint stock company, association, syndicate, trustee or individual, and to guarantee the payment of any dividends on shares, or the principal or interest upon bonds, notes, debentures or other obligations of, or the performance of any contracts by, any corporation, copartnership, joint stock company, association, syndicate, trustee or individual.

6. To borrow and lend money, with or without security, but nothing herein contained shall be construed as authorizing the business of banking, or as including the business purposes of a commercial bank, savings bank or trust company.

7. To adopt, apply for, obtain, register, purchase, lease or otherwise acquire, and to maintain, protect, hold, use, own, exercise, develop, operate and introduce, and to sell, grant licenses or other rights in respect of, assign or otherwise dispose of or turn to account any trademarks, trade names, patents, patent rights, copyrights and distinctive marks and rights analogous thereto, and inventions, improvements, processes, formulas and the like, including such thereof as may be covered by, used in connection with, or secured or received under, letters patent of the United States of America or elsewhere, or otherwise, which may be deemed capable of use in connection with the business of this corporation, and to acquire, use, exercise or otherwise turn to account licenses in respect of any such trademarks, trade names, patents, patent rights, copyrights, inventions, improvements, processes, formulas and the like.

8. To acquire all or any part of the goodwill, rights, assets and business of any person,

firm, association or corporation heretofore or hereafter engaged in any business, in whole or in part, whether similar or not to the business of this corporation, and to hold, utilize and in any manner dispose of, the whole or any part of the rights and assets so acquired, and to conduct in any lawful manner the whole or any part of the business thus acquired.

9. To purchase, lease, take in exchange or otherwise acquire, and to own, hold, develop, operate, sell, assign, transfer, convey, exchange, mortgage, discount, pledge or otherwise dispose of and encumber, real and personal property of every class and description, and rights and privileges therein, which may be suitable or convenient in connection with the business of this corporation.

10. To borrow or raise moneys for any of the purposes of this corporation without limit as to amount, and, from time to time, to issue bonds, debentures, notes or other obligations, secured or unsecured, of this corporation for moneys so borrowed, or in payment for property acquired, or for any of the other objects or purposes of this corporation or in connection with its business; to secure such bonds, debentures, notes and other obligations by mortgage or mortgages, or deed or deeds of trust, or pledge or guaranty or other lien upon any or all of the property, rights, privileges or franchises of this corporation,

whereasver situated, acquired or to be acquired, and to pledge, sell or otherwise dispose of any or all of such bonds, debentures, notes and other obligations of this corporation for its corporate purposes.

11. In connection with the purchase, lease or other acquisition by this corporation of any property of whatsoever nature, to pay therefor in cash or property or to issue in exchange therefor shares, bonds or other securities or evidences of indebtedness of this corporation, and to assume in connection with any such acquisition any liabilities of any person, firm, association or corporation.

12. To become a partner (either general or limited or both) and to enter into agreements of partnership, with one or more other persons or corporations, for the purpose of carrying on any business whatsoever which this corporation may deem proper or convenient in connection with any of the purposes herein set forth or otherwise, or which may be calculated, directly or indirectly, to promote the interests of this corporation or to enhance the value of its property or business.

13. To conduct its business in all or any of its branches in the State of California and in any or all other states, territories, possessions, colonies and dependencies of the United States of America, and in the District of Columbia,

and in any or all foreign countries, and to have one or more offices within and outside the State of California.

14. To do any and all things necessary, suitable, convenient or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this corporation, or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers which it may now or hereafter be lawful for the corporation to do or to exercise under the laws of the State of California that may now or hereafter be applicable to this corporation.

15. The objects specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these articles shall be regarded as independent objects, purposes or powers.

The foregoing shall be construed as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers now or hereafter conferred on this corporation by the laws of the State of California.

THREE: The county in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of Los Angeles.

FOUR: This corporation is authorized to issue only one class of shares of stock; the total number of such shares is seven hundred fifty (750), of the par value of One Hundred Dollars (\$100.00) per share, and the aggregate par value of all shares is Seventy-five Thousand Dollars (\$75,000.00).

FIVE: (a) The number of directors of this corporation shall be three (3);

(b) The names and addresses of the persons who are appointed to act as the first directors of this corporation are:

<u>Name</u>	<u>Address</u>
William R. Flint	1232 Rowan Building, Los Angeles 13, Cal.
Roscoe C. Andrews	1232 Rowan Building, Los Angeles 13, Cal.
Dorothy A. Casbault	1232 Rowan Building, Los Angeles 13, Cal.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as the

first directors of this corporation, have executed these
Articles of Incorporation this 14th day of July, 1955.

William R. Flint
William R. Flint

Roscoe U. Andrews
Roscoe U. Andrews

Dorothy A. Casbault
Dorothy A. Casbault

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) SS

On this 14th day of July, 1955, before me,
MILDRED BUSBEY, a Notary Public in and for said County and
State, residing therein, duly commissioned and sworn, per-
sonally appeared WILLIAM R. FLINT, ROSCOE C. ANDREWS and
DOROTHY A. CASBOULT, known to me to be the persons whose
names are subscribed to the foregoing Articles of Incor-
poration, and acknowledged to me that they executed the
same.

WITNESS my hand and official seal.

Mildred Busbey
Notary Public in and for the
County of Los Angeles, State
of California.

My Commission Expires June 8, 1959.

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Na.ctg. Co RAMCO RIGGING COMPANY.

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
of
RAMCO RIGGING CO.

FILED
In the Office of the Secretary of State
of the State of California

APR 22 1963

FRANK M. JORDAN, Secretary of State

By *[Signature]* Deputy

The undersigned, Richard W. Menke and Henry N. Menke, do hereby certify that they are, and have been at all times herein mentioned, the duly elected and acting President and Secretary, respectively, of Ramco Rigging Co., a California corporation, and further state:

1. At a special meeting of the Board of Directors of said corporation duly held at its principal office for the transaction of business at Montebello, California, at 4:00 o'clock P.M. on the 15th day of March 1963, at which meeting there was at all times present and acting, a majority of the members of said Board, the following resolutions were adopted:

RESOLVED, that Article ONE of the Articles of Incorporation of this corporation be amended to read as follows:

"ONE: The name of this corporation is
RAMCO RIGGING COMPANY "

FURTHER RESOLVED, that the Board of Directors of this corporation hereby adopt and approve said amendment of its Articles of Incorporation.

2. The number of shares of said corporation consenting to said amendment of its Articles of Incorporation is 400, and the following is a copy of the form of written consent executed by the holders of said shares:

"WRITTEN CONSENT OF SHAREHOLDERS TO
AMENDMENT OF ARTICLES OF INCORPORATION
OF
RAMCO RIGGING CO.

"WHEREAS, at a special meeting of the Board of Directors of RAMCO RIGGING CO., a California corporation, duly held at the principal office for the transaction of business of said corporation at Montebello,

California, on the 15th day of March, 1963, at which meeting a quorum of the members of said Board was at all times present and acting, an amendment of the Articles of Incorporation of said corporation was adopted and approved by resolution of said Board amending Article ONE of said Articles of Incorporation to read as follows:

"ONE: The name of this corporation is
RAMCO RIGGING COMPANY "

"NOW, THEREFORE, each of the under-
signed shareholders of said corporation
does hereby adopt, approve and consent
to the foregoing amendment of said Articles
of Incorporation, and does hereby consent
that Article ONE of said Articles of
Incorporation be amended to read as herein-
above set forth.

"IN WITNESS WHEREOF, each of the under-
signed has hereunto signed his name and,
following his name, the date of signing and
the number of shares of said corporation
held by him of record on said date entitled
to vote upon amendments of said Articles of
Incorporation of the character of the fore-
going amendment:

<u>NAME</u>	<u>DATE</u>	<u>NO. OF SHARES</u>
_____	_____	_____
_____	_____	_____

Total number of shares voting

3. The total number of shares of said corporation
entitled to vote on or consent to the adoption of such amend-
ment is 400.

IN WITNESS WHEREOF, the undersigned have executed
this Certificate of Amendment this 15th day of March, 1963.

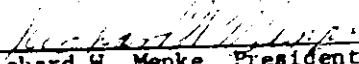
President of Ramco Rigging Company

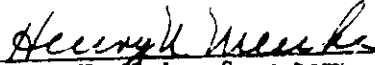
Henry H. Meeker
Secretary of Ramco Rigging Company

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

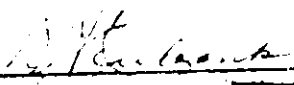
RICHARD W. MENKE and HENRY N. MENKE, being first
duly sworn, each for himself deposes and says:

That RICHARD W. MENKE is, and was at all of the
times mentioned in the foregoing Certificate of Amendment
the President of RAMCO RIGGING COMPANY, the California corpora-
tion therein mentioned. and HENRY N. MENKE is, and was at all
said times, the Secretary of said corporation; that each has
read said certificate and that the matters set forth therein
are true of his or her own knowledge, and that the signatures
purporting to be the signatures of said President and Secretary
thereto are the genuine signatures of said President and
Secretary, respectively.


Richard W. Menke, President


Henry N. Menke, Secretary

Subscribed and sworn to before me
this 15th day of ^{April} ~~March~~, 1963.



Notary Public in and for the County
of Los Angeles, State of California