



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

LOUIS E. CLAPP

I, ~~ARTHUR J. WILSON~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

NUS CORPORATION

a corporation duly organized and existing under the laws of District of Columbia 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 29th day of December 19 66, a properly authenticated copy of its articles of incorporation, and on the 29th day of December 19 66, a designation of Orval Hansen in the County of Bonneville 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 29th day of December, A.D. 1967.

Secretary of State.

Office of Recorder of Deeds

CORPORATION DIVISION

WASHINGTON



This is to certify *that the pages attached hereto constitute a full, true, and complete copy of* CERTIFICATE AND ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF NUCLEAR UTILITY SERVICES, INC. (Changed To) NUS CORPORATION, AS RECEIVED AND FILED DECEMBER 30, 1965.

as the same appears of record in this office.

In Testimony Whereof,

I have hereunto set my hand and caused the seal of this office to be affixed, this

the 27th day of

OCTOBER A. D. 1966.

PETER S. RIDLEY,

Recorder of Deeds, D. C.

By

William J. Green
Assistant Superintendent of Corporations, D. C.

P-3644

601389

OFFICE OF RECORDER OF DEEDS
Corporation Division
Sixth and D Streets, N. W.
Washington, D. C. 20001

CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Corporation Act have been complied with and ACCORDINGLY this Certificate of Amendment

is hereby issued to NUCLEAR UTILITY SERVICES, INC.

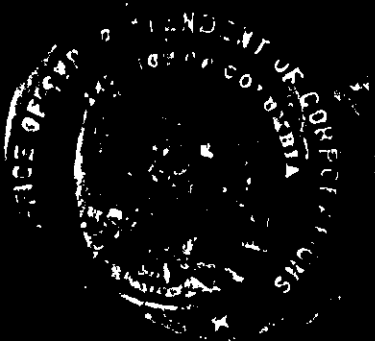
(Changed To: NUS CORPORATION

as of December 30, 1965.

PETER S. RIDLEY,
Recorder of Deeds, D. C.

Alfred Goldstein

By Alfred Goldstein
Superintendent of Corporations



OFFICE OF RECORDER OF DEEDS, D. C.

Corporation Division
Sixth and D Streets, N. W.
Washington, D. C.

EXECUTE IN DUPLICATE

Filing Fee	\$20.00
Indexing Fee	2.00
License Fee	280.00

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

(After acceptance of Subscription to Shares)

Pursuant to the provisions of the Code of Laws for the District of Columbia, the undersigned business corporation submits the following Articles of Amendment:

1. The name of the corporation is NUCLEAR UTILITY SERVICES, INC.
2. The following three amendments to the Articles of Incorporation were adopted by the shareholders of the corporation on October 19, 1965:

RESOLVED, that Article FIRST be amended to read as follows:

"FIRST: The name of the corporation is
NUS CORPORATION"

FURTHER RESOLVED, that Article THIRD be amended to read as follows:

"THIRD: The purpose or purposes for which the corporation is organized are:

To engage, on its own account or as a service to others, in all forms of activity relating to the application of modern science and technology for commercial, industrial or public purposes on land, under water, in the air and in outer space.

FILED

DEC 30 1965

BY:

ul

EXECUTE IN DUPLICATE

Office of Superintendent of Corporations
District of Columbia

Filing Fee \$20.00
Indexing Fee \$2.00
License Fee \$1.00
Note 1

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
(After acceptance of Subscription to Shares)
of

NUCLEAR UTILITY SERVICES, INC.

Pursuant to the provisions of Section 56 of the District of Columbia Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST:
The name of the corporation is Nuclear Utility Services, Inc.

SECOND:
The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on November 5, 1962 in the manner prescribed by the District of Columbia Business Corporation Act.

(Insert Amendment)

RESOLVED THAT, Article FOURTH be amended to read as follows:

The aggregate number of shares which the corporation is authorized to issue is two hundred thousand (200,000), divided into no classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

<u>Number of Shares</u>	<u>Class</u>	<u>Series (If Any)</u>	<u>Par Value Per Share or Statement That Shares Are Without Par Value</u>
200,000	All One	None	\$.50

THIRD:
The number of shares of the corporation outstanding at the time of such adoption was 8,891
and the number of shares entitled to vote thereon was 8,891.

To engage in, carry on, and conduct the business and activities of research and development of every kind, whether scientific, philosophic, or otherwise, and whether applied or theoretical; to make, conduct, promote and furnish investigations, inquiries, examinations, studies, tests, experimentation and reports in, upon, and in connection with any and every area of human knowledge and conjecture, and upon all ideas, concepts, questions, plans, theories, inventions, devices, improvements, machines, contrivances, tools, articles, things, systems, and processes, or in the parts, components, or accessories thereof or therefor; to formulate, develop, extend, devise, furnish, apply, use and exploit research, studies, surveys, analyses and formulae, and the results thereof.

To furnish management, consulting and technical services and assistance to any other domestic or foreign person, firm, association, corporation, government or political subdivision or agency thereof; to employ and furnish the services of such scientists, experts, technicians and others as may seem necessary, useful or convenient in attaining any of the foregoing objects and purposes, and as may be permitted by law.

To develop, manufacture, construct, produce, assemble, fabricate, import, lease, purchase, or otherwise acquire; to invest in, own, hold, use, license the use of, install, handle, maintain, service or repair; to sell, pledge, mortgage, exchange, export, distribute, assign and otherwise dispose of and generally to trade and deal in and with, as principal or agent, at wholesale, retail, or commission or otherwise, all materials, goods and equipment, including without limitation radioactive and energy producing materials and equipment, electrical, electronic and electro-mechanical apparatus, equipment, supplies and devices of all kinds and descriptions, and any and all supplies, parts, equipment, apparatus, machines, machinery, improvements, appliances, tools, and any other article or material incidental to or useful in connection with any of the foregoing; and to engage in, conduct and carry on a general manufacturing, merchandising, mercantile and trading business in any and all branches thereof.

To construct, buy, sell, lease, license, maintain and operate factories, workshops, laboratories and other works and facilities of all kinds necessary or useful in carrying out the objects and purposes of this corporation.

To acquire by purchase, assignment, grant, license or otherwise, to apply for, secure, lease or in any manner obtain, to develop, hold, own, use, exploit, operate, enjoy and introduce, to sell, assign, lease, mortgage, pledge,

grant licenses and rights of all kinds in respect of, or otherwise dispose of, and generally to deal in and with and turn to account for any or all purposes, either for itself or as nominee or agent for others:

(1) Any and all inventions, devices, processes, discoveries and formulae, and improvements and modifications thereof and rights and interests therein;

(2) Any and all letters patent or applications for letters patent of the United States of America or of any other country, state, locality or authority, and any and all rights, interests and privileges connected therewith or incidental or appertaining thereto.

In general, to carry on any other business connected with or incidental to the foregoing objects and purposes, and to have and exercise all the powers conferred by the laws of the District of Columbia upon corporations formed under the District of Columbia Business Corporation Act."

FURTHER RESOLVED, that Article FOURTH be amended to read as follows:

"FOURTH: The aggregate number of shares which the corporation is authorized to issue is two million (2,000,000), divided into no classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

<u>Number of Shares</u>	<u>Class</u>	<u>Series (If Any)</u>	<u>Par Value Per Share or Statement That Shares Are Without Par Value</u>
2,000,000	All One	None	\$1.00

3. The number of shares of the corporation outstanding at the time of the adoption of all three amendments was 133,470, and the number of shares entitled to vote thereon was 133,470.

4. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

None

5. The number of shares of each class entitled to vote thereon as a class voted for and against each amendment, respectively, was:

None

6. The number of shares voted for the first amendment was 117,696; and the number of shares voted against such amendment was:

None

7. The number of shares voted for the second amendment was 117,696; and the number of shares voted against such amendment was:

None

8. The number of shares voted for the third amendment was 114,156; and the number of shares voted against such amendment was: 3,540.

9. The manner, if not set forth in such amendment, in which any exchange, reclassification or cancellation of issued shares provided for in the third amendment shall be effected, is as follows:

Shareholders will retain their outstanding shares of \$0.50 par value and each share of said stock will henceforth be deemed to have a par value of \$1.00 per share.

10. The manner in which such amendment effects a change in the amount of stated capital, or paid in surplus, or both, and the amount of stated capital and the amount of paid in surplus as changed by such amendment, are as follows:

<u>Prior to Amendment</u>	<u>After Amendment</u>
Stated Capital - \$66,735	Stated Capital - \$133,470
Paid In Surplus - \$126,699	Paid In Surplus - 59,964

Dated: November 4, 1965.

NUCLEAR UTILITY SERVICES, INC.

(Corporate Seal)

ATTEST:

By

President

Secretary

RECORDER OF DEEDS, D.C.
CORP. DIV.

1965 DEC 30 AM 9 06

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Office of Recorder of Deeds

CORPORATION DIVISION

WASHINGTON



This is to certify *that the pages attached hereto constitute a full, true, and complete copy of* CERTIFICATE AND ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF NUCLEAR UTILITY SERVICES, INC., AS RECEIVED AND FILED DECEMBER 7, 1962.

as the same appears of record in this office.

In Testimony Whereof,

I have hereunto set my hand and caused the seal of this office to be affixed, this

the 27th day of

OCTOBER A. D. 1966.

PETER S. RIDLEY,
Recorder of Deeds, D. C.

By

Nathaniel Gorman
Assistant Superintendent of Corporations, D. C.

P-3644

601389

EXECUTE IN DUPLICATE

Form No. 1
Section 47

Office of Superintendent of Corporations
District of Columbia

Filing Fee \$20.00
Indexing Fee 2.00
Initial License Fee 10.00

ARTICLES OF INCORPORATION

OF

NUCLEAR UTILITY SERVICES, INC.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the District of Columbia Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is

NUCLEAR UTILITY SERVICES, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To furnish management and technical services and assistance to the electric utility industry relating to the development and use of nuclear energy, to the procurement, use and disposition of nuclear fuels and equipment, and to the production and distribution of electric power; to conceive, develop, execute and complete special management, technical, scientific and developmental projects, on its own behalf and on behalf of any other person, firm, association, corporation, public or private, or the Government of the United States of America, or any political subdivision thereof, or any governmental agency.

To engage in and perform all types of management, technical, administrative and supervisory services, and in that connection to act as consultants to any person, firm, association, corporation, government or governmental agency engaged in industrial,

Office of Recorder of Deeds

CORPORATION DIVISION

WASHINGTON



This is to certify *that the pages attached hereto constitute a full, true, and complete copy of* CERTIFICATE AND ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF NUCLEAR UTILITY SERVICES, INC., AS RECEIVED AND FILED DECEMBER 7, 1962.

as the same appears of record in this office.

In Testimony Whereof,

I have hereunto set my hand and caused the seal of this office to be affixed, this

the 27th day of

OCTOBER A. D. 1966.

PETER S. RIDLEY,

Recorder of Deeds, D. C.

By

Nathaniel Gorman
Assistant Superintendent of Corporations, D. C.

P-3644

601389

DISTRICT OF COLUMBIA
OFFICE OF SUPERINTENDENT OF CORPORATIONS
CERTIFICATE OF AMENDMENT
OF

NUCLEAR UTILITY SERVICES, INC.

The undersigned, as Superintendent of Corporations of the District of Columbia, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of NUCLEAR UTILITY SERVICES, INC. duly signed and verified pursuant to the provisions of the District of Columbia Business Corporation Act, have been received in the office and are found to conform to law.

ACCORDINGLY, the undersigned as such Superintendent of Corporations and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of NUCLEAR UTILITY SERVICES, INC. and attaches hereto a duplicate original of the Articles of Amendment.

Dated December 7, 1962

FILED

12-7-62

BY: AG

Alfred Goldstein

Superintendent of Corporations

Form No. 4

FOURTH:

The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: None

Class

(Note 3)

Number of Shares ____

FIFTH:

The number of shares voted for such amendment was 8,285, and the number of shares voted against such amendment was 0.

SIXTH:

The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: None

Class

(Note 3)

Number of Shares Voted
For Against

SEVENTH:

The manner, if not set forth in such amendment, in which any exchange, reclassification or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

(Note 4)

Shareholders will turn in for cancellation all \$1.00 par value shares outstanding in exchange for new shares of \$.50 par value. Ten shares will be issued for each share turned in.

DEC 1 6 1944

601389

Form No. 2
Section 48

DISTRICT OF COLUMBIA
OFFICE OF SUPERINTENDENT OF CORPORATIONS
CERTIFICATE OF INCORPORATION
OF

NUCLEAR UTILITY SERVICES, INC.

The undersigned, as Superintendent of Corporations of the District of Columbia, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of NUCLEAR UTILITY SERVICES, INC. duly signed and verified pursuant to the provisions of the District of Columbia Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Superintendent of Corporations, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of NUCLEAR UTILITY SERVICES, INC. and attaches hereto a duplicate original of the Articles of Incorporation.

Dated January 11, 1960

FILED

1-11-60

BY: Alfred Goldstein

Alfred Goldstein

Superintendent of Corporations

LC-5



commercial or scientific activities, including the development and use of nuclear energy for all lawful purposes; to compile, evaluate, process, coordinate and define information, procedures, material and data with respect to the foregoing; and in connection therewith, to develop, prepare and furnish procedures, schedules and programs for the initiation, development, supervision, completion and perfection of such projects as shall be undertaken by the corporation, or in which it shall have an interest; to employ and furnish the services of such scientists, experts, technicians and others as may seem necessary, useful or convenient in attaining any of the foregoing objects and purposes, and as may be permitted by law.

To carry on the business of research, experimentation, invention, discovery, testing, development, and utilization of processes and methods, or improvements thereto, in all the arts and sciences.

To construct, buy, sell, lease, license, maintain and operate factories, workshops, laboratories and other works and facilities of all kinds necessary or useful in carrying out the objects and purposes of this corporation; to carry on and make tests, experiments, analyses and to do research work and to perform analytical, experimental and research services of all kinds whether of a scientific nature or otherwise, and to do any and all acts and transact any and all business which shall or may be or become incidental to or arise out of or be connected with such business, or any part thereof.

To develop, manufacture, construct, produce, assemble, fabricate, import, lease, purchase or otherwise acquire; to invest in, own, hold, use, license the use of, install, handle, maintain, service or repair; to sell, pledge, mortgage, exchange, export, distribute, assign and otherwise dispose of, and generally to trade and deal in and with, as principal or agent, at wholesale, retail, on commission or otherwise, fuels, energy producing materials and equipment, heat producing materials and equipment, electrical, electronic and electro-mechanical apparatus, equipment, supplies and devices of all kinds and descriptions, and any and all supplies, parts, equipment, apparatus, machines, machinery,

improvements, appliances, tools, and any other article or material incidental to or useful in connection with any of the foregoing and to do and perform any and all things incidental, necessary, useful or advantageous in carrying out any or all of the foregoing objects and powers, and to engage in, conduct and carry on a general manufacturing, merchandising, mercantile and trading business in any and all branches thereof.

To acquire by purchase, assignment, grant, license or otherwise, to apply for, secure, lease or in any manner obtain, to develop, hold, own, use, exploit, operate, enjoy and introduce, to sell, assign, lease, mortgage, pledge, grant licenses and rights of all kinds in respect of, or otherwise dispose of, and generally to deal in and with and turn to account for any or all purposes, either for itself or as nominee or agent for others:

(1) Any and all inventions, devices, processes, discoveries and formulae, and improvements and modifications thereof and rights and interests therein;

(2) Any and all letters patent or applications for letters patent of the United States of America or of any other country, state, locality or authority, and any and all rights, interests and privileges connected therewith or incidental or appertaining thereto.

To manufacture, purchase, sell and generally trade and deal in and with any article, product or commodity produced as the result of or through the use of any such inventions, devices, processes, discoveries, formulae and improvements and modifications thereof, or the like, or any articles, products, commodities, supplies and materials used or suitable to be used in connection therewith or in any manner applicable or incidental thereto; to grant licenses, sub-licenses, rights, interests and privileges in respect of any of the foregoing, and to supervise or otherwise exercise such control over its licensees or grantees and the business conducted by them, as may be agreed upon in its contracts or agreements with such licensees or grantees for the protection of its rights and interest therein, and to secure to it the payment of agreed royalties or other considerations.

In general, to carry on any other business connected with or incidental to the foregoing objects and purposes, and to have and exercise all the powers conferred by the laws of the District of Columbia upon corporations formed under the District of Columbia Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation is authorized to issue is twenty thousand (20,000), divided into no classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

<u>Number of Shares</u>	<u>Class</u>	<u>Series (If Any)</u>	<u>Par Value Per Share or Statement That Shares Are Without Par Value</u>
20,000	All One	None	\$1.00

FIFTH: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

None

SIXTH: The corporation will not commence business until at least One Thousand Dollars has been received by it as consideration for the issuance of shares.

SEVENTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional shares of the corporation are:

No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of any class of stock of the corporation, whether now or hereafter authorized, or any bonds, debentures or other securities convertible into stock, but such additional shares of stock or other securities convertible into stock may be issued or disposed of by the board of directors to such persons and on such terms as in its discretion it shall deem advisable.

EIGHTH: Provisions for the regulation of the internal affairs of the corporation are:

None

NINTH: The address, including street and number, of the initial registered office of the corporation is 1329-37 E Street, N. W., Washington, D. C., and the name of the initial registered agent at such address is C T Corporation System.

The address, including street and number, in the District of Columbia where it conducts its principal business is Suite 209, 1518 K Street, N. W., Washington, D. C.

TENTH: The number of directors constituting the initial board of directors of the corporation is three and the names and addresses, including street and number, of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
James K. Pickard	6216 Garnett Drive Chevy Chase 15, Maryland
Fred H. Warren	5816 Brookside Drive Kenwood, Maryland
William W. Lowe	Dillon Street McLean, Virginia

ELEVENTH: The name and address, including street and number, of each incorporator is:

<u>Name</u>	<u>Address</u>
Thomas E. Kingston	222 Munsey Building Washington 4, D. C.
Robert M. Dougherty	222 Munsey Building Washington 4, D. C.
George A. Fisher	222 Munsey Building Washington 4, D. C.

DATED: January 8, 1960.

Thomas E. Kingston

Robert M. Dougherty

George A. Fisher

Incorporators

DISTRICT OF COLUMBIA, ss:

I, Charles S. Peabbles, a notary public, hereby certify that on the 8th day of January, 1960, personally appeared before me, Thomas E. Kingston, Robert M. Dougherty and George A. Fisher who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

Charles S. Peabbles

Notary Public - D.C.

My commission expires March 14, 1962.

