

State of Idaho



Department of State.

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

GORDON BROWN ACOUSTICS, INC.

a corporation duly organized and existing under the laws of **Washington** 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 **Fifth** day of **October,** 19 **61**, a properly authenticated copy of its articles of incorporation, and on the **Fifth** day of **October,** 19 **61**, a designation of **J. L. 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 **5th** day of **October**, A.D. 19 **61**.

Secretary of State.

United States of America
State of Washington

DEPARTMENT



OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME

I,

Victor A. Meyers

Secretary of State of the

State of Washington and custodian of the Seal of said State, do hereby certify that the enclosed is a true and correct copy of the Articles of Incorporation of **WESTERN TRUMP ADVERTISERS, INC.**, as received and filed in this office on December 23, 1960, and I further certify that **WESTERN TRUMP ADVERTISERS, INC.** is in good standing with all annual license fees paid on July 1, 1960.



In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia, this 9 *day of* Feb *19* 61 *A.D.*

Victor A. Meyers
Secretary of State

By Mrs. Jean C. Kunkler
Assistant Secretary of State

APPROVED
AS TO FORM AND FILED

DEC 30 1960

VICTOR A. MEYERS
SECRETARY OF STATE
BY: *Victor A. Meyers*
SUPERVISOR OF CORPORATIONS

ARTICLES OF INCORPORATION

of

GORDON BROWN ACOUSTICS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, GORDON N. BROWN, WILLIAM S. BRAD and MARION E. LACROVICH, all being over the age of twenty-one years and citizens of the United States of America, do hereby associate ourselves together for the purpose of forming a corporation under the Uniform Business Corporation Act of the State of Washington, and for that purpose do hereby certify and adopt, in triplicate, the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be "GORDON BROWN ACOUSTICS, INC."

ARTICLE II

The purposes and objects of the corporation are as follows:

1. To engage in the business of dealing in acoustic tile, as well as, all other items of merchandise or labor or services connected or associated therewith or convenient thereto, including buying and selling, storing and installing, and entering into contracts in connection therewith.
2. To engage in generally and carry on any other lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous in connection with accomplishment of the purposes and objects of the corporation, whether such business or trade is similar in nature to the purposes and objects of this Article II set forth, or otherwise.
3. To borrow or raise moneys for the business of the corporation and any and all of its purposes and objects upon

such terms as the Board of Directors may determine.

4. To enter into, make, perform and carry out contracts of every kind for any lawful purpose pertaining to its business, with any individual, entity, firm, association or partnership, or with any governmental, municipal or public authority, domestic or foreign.

5. To own and exercise all the rights, powers and privileges now or hereafter conferred by the laws of the State of New York upon corporations organized under and subject to the laws of that State, and to do all acts necessary, lawful and proper, to carry out and execute the business, affairs and supplies of the corporation to be owned, used, managed, proper, lawful and essential to the accomplishment of the purposes and objects of the corporation, and to do all acts directly or indirectly to promote the welfare or interests of the corporation or enhance the value or realize the profits of any of its property or rights.

6. The corporation may hold and control shares and securities in the hands of any third persons.

ARTICLE III

1. The total number of shares of stock authorized and the value to be issued by the corporation is one share, all of which shall be of one class, at the par value of the hundred dollars (\$100.00) per share, and shall be known as Common Stock.

2. The corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of stockholders of the corporation are granted subject to this reservation.

ARTICLE IV

The existence of the corporation shall be perpetual.

ARTICLE V

The location and post office address of the registered office of the corporation shall be 6715 Empire Way, Seattle 18, Washington.

ARTICLE VI

The authorized capital of the corporation shall be \$100,000.00 in cash, unless otherwise specified.

ARTICLE VII

1. The number of directors of the corporation shall be fixed as provided in its By-Laws and may be changed from time to time by amending the By-Laws, as therein provided, but the number thereof shall never be less than three (3) nor more than nine (9).

2. 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 to make, alter and repeal the By-Laws of the corporation, subject to the power of the stockholders of the corporation to change or repeal such By-Laws.

3. Any contract, transaction or act of the corporation or of the directors or of any officer of the corporation which shall be ratified by a majority of a quorum of the stockholders of the corporation at any annual meeting, or at any special meeting called for such purpose, shall, insofar as permitted by law, be valid and as binding as though ratified by every stockholder of the corporation.

4. The first directors and their post office addresses are as follows:

<u>Name</u>	<u>Post Office Address</u>
Gordon M. Brown	7047 Swift Seattle, Washington
William S. Brown	6715 Empire Way Seattle, Washington
Marian E. Lackovich	6715 Empire way Seattle, Washington

5. The term of office of the first directors shall be until the first annual meeting of the stockholders of the corporation and until their successors are elected and qualified. The first annual meeting of stockholders shall be held on the fifth day of March, 1960, and thereafter on the same day of each year.

ARTICLE VIII

The names and post office addresses of each of the incorporators and the number of shares subscribed by each are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>No. of Shares</u>
Gordon M. Brown	707 3rd St Seattle, Washington	1
William S. Brown	1115 4th Ave Seattle, Washington	1
Marian E. Lackovich	1115 4th Ave Seattle, Washington	1

In witness whereof, the incorporators and the above named have hereunto set their hands, in triplicate, this 30 day of November, 1959.

Gordon M. Brown
GORDON M. BROWN

William S. Brown
WILLIAM S. BROWN

Marian E. Lackovich
MARIAN E. LACKOVICH

STATE OF WASHINGTON }
County of King } ss.

On this day personally appeared before me GORDON M. BROWN, WILLIAM S. BROWN and MARIAN E. LACKOVICH, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and acknowledged that they signed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal this 30 day of November, 1959.

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