

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

PACE GROUP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PACE GROUP, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to PACE GROUP, INC. to transact business in this State under the name PACE GROUP, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 30, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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SEC. OF STATE
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To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is PACE Group, Inc.
2. The name which it shall use in Idaho is PACE Group, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Oregon
4. The date of its incorporation is March 25, 1982 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 851 SW Sixth Avenue, Suite 310, Portland, OR 97204
6. The address to which correspondence should be addressed, if different from that in item 5. 700 NE Multnomah, Suite 1600, Portland, OR 97232
7. The street address of its proposed registered office in Idaho is 300 N. 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Development, ownership and operation of heating and cooling systems and related activities
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>David F. Bolender</u>	<u>Director</u>	<u>700 NE Multnomah, #1600, Portland, OR 97232</u>
<u>Robert W. Moench</u>	<u>Director</u>	<u>920 SW Sixth Ave., #1500, Portland, OR 97204</u>
<u>Robert F. Lanz</u>	<u>Director</u>	<u>700 NE Multnomah, #1600, Portland, OR 97232</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name	Office	Address
David F. Bolender	President	700 NE Multnomah, #1600, Portland, OR 97232
Robert W. Moench	Vice President	920 SW Sixth, #1500, Portland, OR 97204
Robert F. Lanz	Vice President	700 NE Multnomah, #1600, Portland, OR 97232
Sally A. Nofziger	Secretary	700 NE Multnomah, #1600, Portland, OR 97232
Larry A. Olson	Treasurer	920 SW Sixth, #1500, Portland, OR 97204
David Sloan	Pres, Econ Dev	
Scott Hannigan	Pres, DUSCO	851 SW Sixth Ave., #430, Portland, OR 97204
Lenore M. Thomas	Asst. Secretary	700 NE Multnomah, #1600, Portland, OR 97204

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: December 27, 1991

PACE Group, Inc.

(Corporation Name)

By

Its President/Vice President (please specify)

Robert F. Lanz, Vice President

and

Its Secretary/Assistant Secretary (please specify)

Lenore M. Thomas, Assistant Secretary

STATE OF OREGON

COUNTY OF MULTNOMAH

) ss:

I, Charlene A. Arbach

, a notary public, do hereby certify that on

this 27th day of December, 19 91, personally appeared before

me Robert F. Lanz & Lenore M. Thomas, who being by me first duly sworn, declared that ~~she~~ they

are ~~the~~ Vice Pres & Asst. Sec of PACE Group, Inc.

that ~~she~~ ^{they} signed the foregoing document as officers of the corporation and that the statements therein contained are true.

Charlene A. Arbach

Notary Public

Commission Expires 2/11/94



Office of the Secretary of State Corporation Division

I, **Danet Sullivan**, *Director of the Corporation Division*,

DO HEREBY CERTIFY:

PACE GROUP, INC. was incorporated under the Oregon Business Corporation Act on March 25, 1982 and is an existing corporation on the records of the Corporation Division as of the date of this certificate.

Danet Sullivan

Director

By *Ruth A. McMillan*

Date *December 23, 1991*

