

# 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

**GALE MECHANICAL CONTRACTORS, 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 **23rd** day of **February** 19**65**, a properly authenticated copy of its articles of incorporation, and on the **23rd** day of **February** 19**65**, a designation of **Thomas A. Mitchell** in the County of **Kootenai** 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 **23rd** day of **February**, A.D. 19**65**.

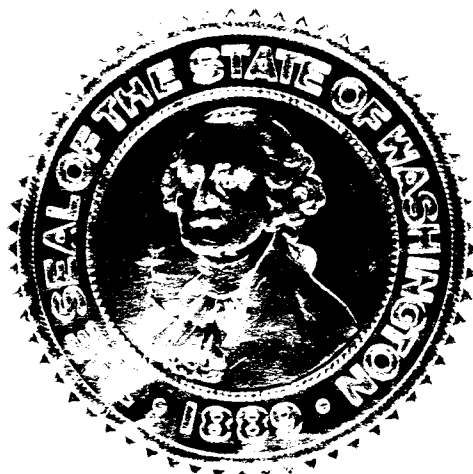
Secretary of State.

# UNITED STATES OF AMERICA

## THE STATE OF WASHINGTON

### Department Of State

I, A. LUDLOW KRADER, SECRETARY OF STATE OF THE STATE OF WASHINGTON AND CUSTODIAN OF THE SEALS OF SAID STATE, DO HEREBY CERTIFY (D.H.); the annexed is a true and correct copy of the Articles of Incorporation of GALE MECHANICAL CONTRACTORS, INC., which have been duly filed and recorded in my office in accordance with law; I further certify no amendments have been filed to the Articles of Incorporation and that GALE MECHANICAL CONTRACTORS, INC. has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1965; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation of said corporation.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED HERETO THE SEAL OF THE STATE OF WASHINGTON, DONE AT THE CITY OF OLYMPIA ON THIS 5TH DAY OF

February 5, 1965

A. LUDLOW KRADER,  
SECRETARY OF STATE

United States of America  
State of Washington

DEPARTMENT



OF STATE

I, VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

ARTICLES OF INCORPORATION  
OF THE

GALE MECHANICAL CONTRACTORS, INC.

a Domestic Corporation, of Spokane, Washington, was, on  
the 27th day of November, A. D. 1964, at 10:46 o'clock A. M.,  
filed for record in this office and now remains on file herein.

Filed at request of

Davis, Trezona, Chastek & Lorenz  
Suite 302 Fidelity Bldg.  
Spokane, Washington 99201

Filing and recording fee \$ 200.00

License to June 30, 1965 \$ 105.00

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1076

Page 1401 - 1406

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 27th day of November,  
A. D. 1964

*Victor A. Meyers*  
VICTOR A. MEYERS, Secretary of State

APPROVED  
AS TO FORM AND FILED

NOV 27 1964

VICTOR A. MEYERS

SECRETARY OF STATE

BY *Mrs. Mary Jane Moore*  
SUPERVISOR OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

GALE MECHANICAL CONTRACTORS, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, WM. P. GALE, MARION GALE and WILLIAM E. LOUTHIAN, all of whom are natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Washington; and in pursuance thereof, we hereby adopt, sign and acknowledge in triplicate the following:

ARTICLE I.

The name of this corporation is GALE MECHANICAL CONTRACTORS, INC.

ARTICLE II.

The nature of the business, or the objects and purposes to be followed, transacted, promoted or carried on by the corporation, are as follows:

- A. General Purposes: To engage in and conduct the business of a mechanical contractor. Without in any way limiting the foregoing, to deal in plumbing, heating, sheet metal, refrigeration, ventilation, and air conditioning products of every kind and character; to manufacture, produce, buy, lease, or otherwise acquire said products; and to own, lease, sell, trade, give away, install and otherwise deal in said products; and, in general to do any and every act necessary or desirable (or deemed so) in conducting a mechanical contractors business;
- B. Contracts: To enter into and make and perform and carry out contracts of any kind or description made for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, either public or private; or with any territory or government or agency thereof;
- C. Lands: To own, acquire, buy, sell, exchange, lease, mortgage, hold and deal in and improve lands and leaseholds, and any interest, estate or rights in real or personal property of every kind and description including but not limited to residential or commercial properties of every kind, and all improvements which may be placed thereon;
- D. Borrowing: To borrow money; to draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures,

1402

promissory notes, and other evidence of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage and/or pledge all or any part of the property or assets at any time owned or held by this Corporation, upon such terms and conditions as the Board of Directors shall authorize, and as may be permitted by law;

- E. Issuing and Dealing in Securities: To acquire, hold, sell, reissue, or cancel any shares of its own capital stock, provided, however, that this Corporation may not use any of its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital structure of this Corporation, and provided, further, that the shares of its own capital stock belonging to this Corporation shall not be voted directly or indirectly, and provided further that all capital stock of this Corporation or any securities which it owns may be sold, transferred, issued or reissued, under the conditions just specified, for cash, services or property, including securities of other corporations as the Board of Directors of this Corporation may determine;
- F. Acquisition of Other Corporations. To purchase, or otherwise acquire, for cash, services, or property, including securities of this Corporation, the whole or any part of the property, assets, rights of every kind, nature and description, stocks, bonds, debentures or securities of every kind, the business and good will of any other person, firm, corporation, cooperative, or association, either domestic or foreign, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management, and carrying on of such business;
- G. Association with Others: To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation;
- H. Operation under State Laws: To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Washington upon private corporations formed under the laws under which this Corporation is organized or under any law amendatory thereof or supplemental thereto or substituted therefor.
- I. Broad General Powers: The foregoing clauses shall be construed both as objects and powers and are in furtherance of and not in limitation of the general powers conferred by the State of Washington; and it is expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation, it being the purpose of this charter to empower the Corporation to do any and all things to the same extent and as fully as natural persons might do or could do in the State of Washington, provided that such actions and powers shall be limited to those purposes which are not repugnant to law.

ARTICLE III.

This Corporation shall have perpetual existence.

ARTICLE IV.

The principal place of business and registered office of the Corporation in the State of Washington is located at South 211 Washington, Spokane, Washington, but the Corporation may maintain branch offices at any place or places required by the business operations of the Corporation, either within or without the State of Washington, at which branch office meetings of the Board of Directors may be held and business transacted.

ARTICLE V.

The amount of the capital stock of this Corporation shall be Two hundred thousand Dollars (\$200,000.00), and the total authorized number of shares into which it shall be divided is twenty thousand shares of the par value of Ten Dollars (\$10.00) per share, all of said shares being non-assessable common shares with equal voting rights and powers and without restrictions or preference.

ARTICLE VI.

The amount of paid in capital with which this Corporation will begin business is Five hundred Dollars (\$500.00).

ARTICLE VII.

The number of directors of this Corporation, who need not be shareholders, shall be not less than three (3) nor more than five (5). The number, qualifications, terms of office, manner of election, time and place of meeting, and the powers and duties of the directors shall be such as are prescribed by the By-Laws of this Corporation.

The names and addresses of the first directors who shall hold office and manage the affairs of the corporation until the first annual meeting of the corporation, which shall be the third Wednesday of April of each year, or who shall hold office until the successors are elected and qualified are as follows:

WM. P. GALE

4422 S. Helena  
Spokane, Washington

MARION GALE

4422 S. Helena  
Spokane, Washington

WILLIAM E. LOUTHIAN

4220 S. Hogan  
Spokane, Washington

ARTICLE VIII.

The name and post office address of each of the incorporators and a statement of the number of shares by each subscribed is as follows:

WM. P. GALE	4422 S. Helena Spokane, Washington	48 shares
MARION GALE	4422 S. Helena Spokane, Washington	1 share
WILLIAM E. LOUTHIAN	4220 S. Hogan Spokane, Washington	1 share

ARTICLE IX.

The authority to make By-Laws of this Corporation is hereby expressly vested in the Board of Directors of this Corporation, subject to the power of the shareholders to change or repeal such By-Laws; PROVIDED, HOWEVER, that the directors shall not make or alter any By-Law fixing their qualifications, term of office, or compensation.

IN WITNESS WHEREOF, the incorporators have executed this instrument on the 24th day of November, 1964.

Wm P Gale

Marion Gale

William E. Louthian

STATE OF WASHINGTON )

: 88

COUNTY OF SPOKANE )

On this 24th day of November, 1964, before me, a Notary Public in and for said State and County, personally appeared WM.

P. GALE, MARION GALE and WILLIAM E. LOUTHIAN, to me known to be

IN WITNESS WHEREOF, I have hereunto set my hand and my

notariál seal the day and year in this certificate first above  
written.

Norman F. Luzzana

Notary Public in and for the State  
of Washington, residing at Spokane