



CERTIFICATE OF AUTHORITY
OF

WESTECH CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WESTECH CORPORATION 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 WESTECH CORPORATION to transact business in this State under the name WESTECH CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated November 23, 19 81.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 WESTECH CORPORATION
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Georgia
4. The date of its incorporation is May 6, 1981 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 105 Old Epps Bridge Rd., Athens, GA 30604
6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
mechanical contracting

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
Ronald R. Young	PRESIDENT	PO Box 313, Bogart, GA 30622
Mary S. Young	DIRECTOR	PO Box 313, Bogart, GA 30622
Daniel M. Dibble	DIRECTOR	PO Box 1200, Kansas City, MO 64141
Ernest A. Cordes	SECRETARY	Rt. 1, Box 23, Carnesville, GA 30521
Sharon Nail	ASST. SECRETARY	PO Box 700, Kansas City, MO 64141
Judi Williams	ASST. SECRETARY	PO Box 700, Kansas City, MO 64141
Shirley Brackman	ASST. SECRETARY	PO Box 700, Kansas City, MO 64141

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>100,000</u>	<u>Common</u>	<u>\$10.00</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	\$10.00

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

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 20, 19 81.

By WESTECH CORPORATION
Ronald R. Young
Ronald R. Young
Its President
and Ernest A. Cordes
Ernest A. Cordes
Its Secretary

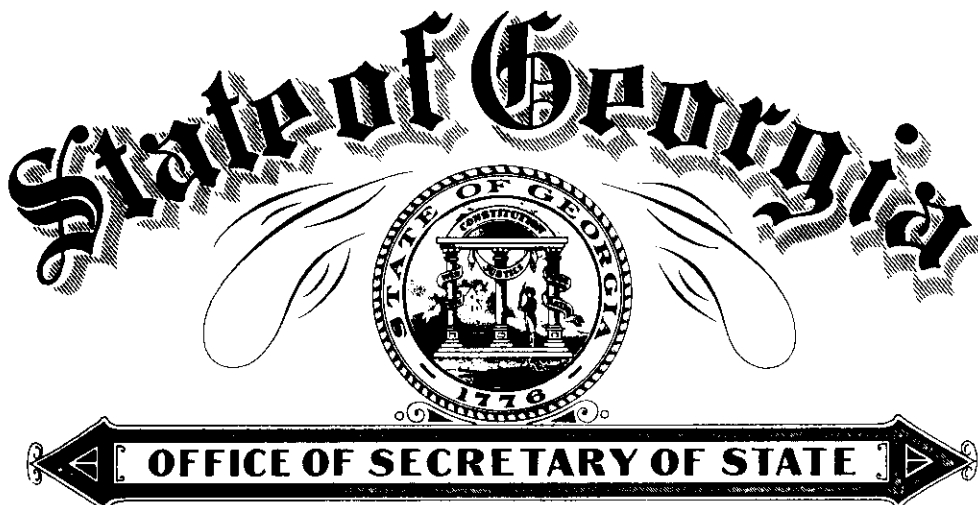
STATE OF Georgia)
COUNTY OF Clarke) ss:

I, Maecia S. Bulley, a notary public, do hereby certify that on this 20th day of October, 19 81, personally appeared before me Ronald R. Young, who being by me first duly sworn, declared that he is the President of WESTECH CORPORATION.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Maecia S. Bulley
Notary Public Georgia State at Large Notary Public
My Commission Expires July 21, 1985

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

the five pages of photographed printed matter hereto attached is a true and correct copy of the Articles of Incorporation and Certificate of Incorporation for

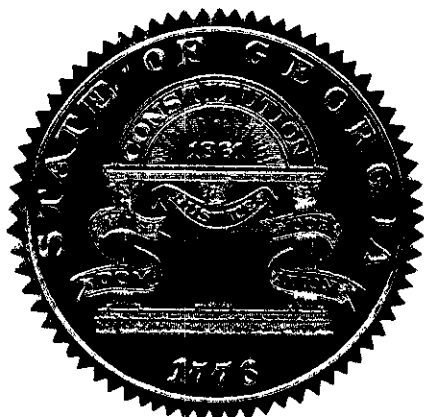
"WESTECH CORPORATION"

a corporation created under the laws of the State of Georgia, as the same appears of file and record in the Office of the Secretary of State.

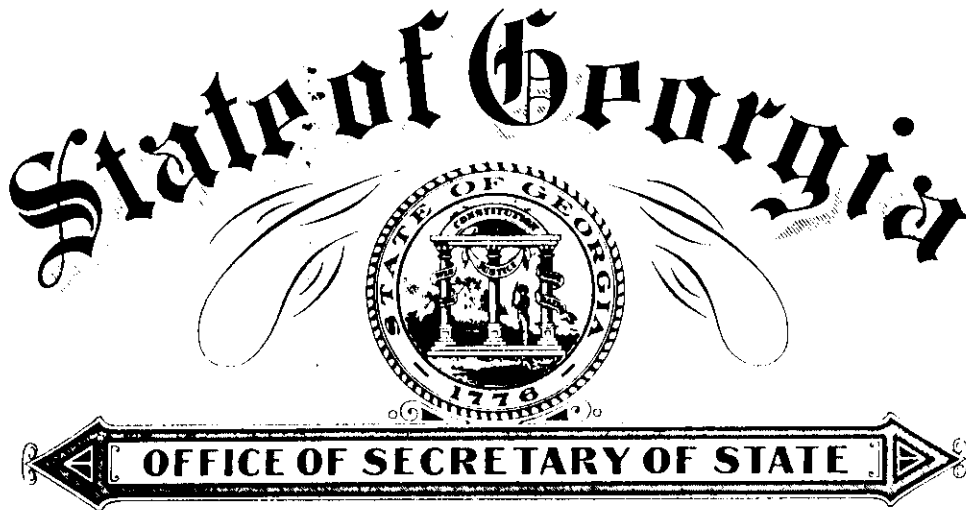
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 16th day of November in the year of our Lord One Thousand Nine Hundred and Eighty One and of the Independence of the United States of America the Two Hundred and Six.

David B. Poythress

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA



DUPLICATE



*I, David B. Poythress, Secretary of State of the
State of Georgia, do hereby certify that*

"WESTECH CORPORATION"

has been duly incorporated under the laws of the State of Georgia on the **6th**
day of **May**, 19 **61**, by the filing of articles of incorporation in the office of the
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the seal of my office, at the Capitol, in the City of
Atlanta, this **6th** day of **May** in the year
of our Lord One Thousand Nine Hundred and Fifty
One and of the Independence of the United States
of America the Two Hundred and **Five**



SECRETARY OF STATE, EX OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION
OF
WESTECH CORPORATION

1.

The name of the corporation is Westech Corporation.

2.

The corporation shall have perpetual duration.

3.

The corporation is organized under the Georgia Business Corporation Code for profit and is organized for the following purposes: to engage in the business of general mechanical contracting; to construct, erect, install and service all types of mechanical systems in all types of buildings or other structures; to buy and sell at wholesale or retail all types of mechanical equipment, parts, accessories and related products; to buy, sell, own, mortgage, lease, exchange, operate and manage any type of property, real or personal; to buy, own, sell and deal in generally the notes, bonds, stock and other evidence of indebtedness of and ownership in corporations; to borrow money on notes, or on mortgages or security deeds secured by real property, or on personal property, and to lend money in such manner and upon such terms and conditions and with such security as the officers of the corporation may deem desirable; and said corporation is further organized for any other lawful purpose as authorized by the Georgia Business Corporation Code.

4.

The corporation has authority to issue not more than 100,000 shares of common stock at \$10.00 par value.

5.

The corporation will not commence business until it shall have received not less than \$10,000 in payment for the issuance of shares of stock.

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The initial registered office of the corporation is 105 Old Epps Bridge Road, Athens, Georgia 30604. The initial registered agent of the corporation is Ronald R. Young.

7.

The initial board of directors shall consist of two (2) members who are:

Daniel M. Dibble
P. O. Box 1200
Kansas City, Missouri 64141

Mary S. Young
105 Old Epps Bridge Road
Athens, Georgia 30604

8.

The name and address of the incorporator is:

Triangle Electric Co., Inc.
105 Old Epps Bridge Road
Athens, Georgia 30604

In Witness Whereof, the attorneys for the incorporator execute the Articles of Incorporation.

ERWIN, EPTING, GIBSON, McLEOD
& BLASINGAME


By *Lawrence F. Jones*
Attorneys for Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Hon. David B. Poythress
Secretary of State of Georgia
Ex-Officio Corporation
Commissioner
State of Georgia

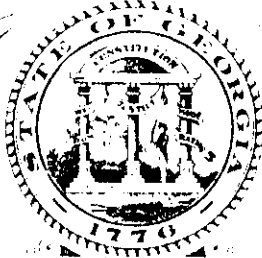
I, Ronald R. Young, do hereby consent to serve as
registered agent for the corporation of Westech Corporation.

This 5th day of MAY, 1981.



Ronald R. Young
105 Old Epps Bridge Road
Athens, Georgia 30604

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"WESTECH CORPORATION "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 29th day of April, in the year of our Lord One Thousand Nine Hundred and Eighty One and of the Independence of the United States of America the Two Hundred and Five

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Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia