



CERTIFICATE OF AUTHORITY
OF

PSER, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **PSER, INC.**

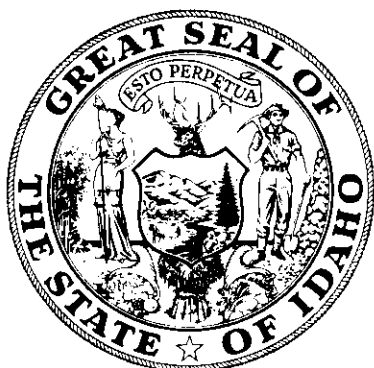
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **PSER, INC.**

to transact business in this State under the name **PSER, INC.**

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **August 22, 1983**



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 PSER, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Washington
4. The date of its incorporation is November 9, 1976 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 3441 17th Avenue West, Seattle, Washington 98119
6. The address to which correspondence should be addressed, if different from that in item 5 _____
7. The street 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
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in the business of manufacturing, sale and construction of refrigeration and air conditioning and cooling systems, including wholesale and retail sales and service.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Frank Garza</u>	<u>Pres/Dir</u>	<u>14221 60th Avenue W.</u> <u>Edmonds, WA 98020</u>
<u>Dave Angevine</u>	<u>Sec/Dir</u>	<u>5126 136th SE</u> <u>Edmonds, WA 98020</u>

10. 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>5,000</u>	<u>Common</u>	<u>\$10.</u>

(continued on reverse)

11. 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
<u>4,000</u>	<u>Common</u>	<u>\$10.00</u>

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

13. 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 August 1, 19 83

PSER, INC.

By

Frank Garza
Frank Garza

President

and

Dave Angevine
Dave Angevine

Secretary

STATE OF Washington)

COUNTY OF King) ss:

I, Jerry Vosburg, a notary public, do hereby certify that on this 1 day of August, 19 83, personally appeared before me Frank Garza, who being by me first duly sworn, declared that he is the President of PSER, INC.

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

Jerry Vosburg
Notary Public

*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.



STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of PUGET SOUND ENGINEERING AND REFRIGERATION, INC.
a domestic corporation of Seattle, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of
Edward L. Mueller
Carney, Stephenson, Siqueland, Badley,
Smith & Mueller, Attorneys At Law
17th Fl., Park Place Bldg.
Seattle, WA 98101

Filing and recording fee \$

License to June 30, 1977 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1365

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In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,
November 9, 1976

BRUCE K. CHAPMAN
SECRETARY OF STATE

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SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

OF

PUGET SOUND ENGINEERING AND REFRIGERATION, INC.

We, the undersigned persons of the age of eighteen years or more, as incorporators of a corporation under the Washington Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE 1. NAME

The name of this corporation is PUGET SOUND ENGINEERING AND REFRIGERATION, INC.

ARTICLE 2. DURATION

The period of its duration is perpetual.

ARTICLE 3. PURPOSES

This corporation is organized for the following purposes:

(a) To engage in the business of manufacturing, sale and construction of refrigeration and air conditioning and cooling systems, including wholesale and retail sales and service.

(b) To engage in any business, trade or activity which may lawfully be conducted by a corporation organized under the Washington Business Corporation Act.

(c) To engage in all such activities as are incidental or conducive to the attainment of the purposes of this corporation or any of them and to exercise any and all powers authorized or permitted to be done by a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses of this Article 3 shall each be construed as purposes and powers, and the matters expressed in each clause shall be in no way limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers; and

nothing contained in these clauses shall be deemed in any way to limit or exclude any power, right or privilege given to this corporation by law or otherwise.

ARTICLE 4. SHARES

This corporation shall have authority to issue 10,000 shares of common stock, and each share shall have a par value of \$10.00.

ARTICLE 5. COMMENCEMENT OF BUSINESS

This corporation will not commence business until consideration of the value of at least \$500.00 has been received for the issuance of its shares.

ARTICLE 6. CONTRACTS IN WHICH DIRECTORS HAVE INTEREST

Any contract or other transaction between this corporation and one or more of its directors, or between this corporation and any corporation, firm, association or other entity of which one or more of its directors are stockholders, members, directors, officers or employees or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, by voting or otherwise, even though his or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided, that the fact of such interest shall be disclosed to or known by the Directors acting on such contract or transaction.

ARTICLE 7. DIRECTORS

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of three (3) directors, and the names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders and until their successors are elected and qualify unless they resign or are removed are:

Merle J. Angevine
15715 - 44th Avenue West
Alderwood Manor, Washington 98036

Nellitta F. Ayers
P. O. Box 21
Woodinville, Washington 98072

Sandra P. Robinson
3255 - 165th Avenue S.E.
Bellevue, Washington 98008

ARTICLE 8. BYLAWS

The Board of Directors shall have the power to adopt, amend or repeal the Bylaws for this corporation, subject to the power of the shareholders to amend or repeal such Bylaws.

ARTICLE 9. REGISTERED OFFICE, AGENT

The address of the initial registered office of this corporation is c/o Skipton, Loe & Skipton, 1001 Terry Avenue, Seattle, Washington, 98104, and the name of its initial registered agent is Merle J. Angevine.

ARTICLE 10. PREEMPTIVE RIGHTS

Preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation.

ARTICLE 11. CUMULATIVE VOTING

The right to cumulate votes in the election of directors shall exist with respect to shares of stock of this corporation.

ARTICLE 12. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal, by the affirmative vote of the holders of two-thirds of the shares entitled to vote thereon, any of the provisions contained in these Articles of Incorporation, and the rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE 13. INCORPORATOR

The name and address of the incorporators are:

Merle J. Angevine
15715 - 44th Avenue West
Alderwood Manor, Washington 98036

Nellitta F. Ayers
P. O. Box 21
Woodinville, Washington 98072

DATED this 7th day of NOVEMBER, 1976.

Merle J. Angevine

Nellitta F. Ayers

D-263060

FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

AMENDED

ARTICLES OF INCORPORATION

of PUGET SOUND ENGINEERING AND REFRIGERATION, INC.
a domestic corporation of Seattle, Washington,
(Reducing capital to \$50,000.00 and changing name to PSER, INC.)

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of Carney, Stephenson,
Siqueland, Badley, Smith & Mueller
17th Floor Park Place Bldg.
6th & University
Seattle, WA 98101
Attn: Edward L. Mueller

Filing and recording fee \$

License to June 30, 19 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No.

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In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

December 31, 1976

BRUCE K. CHAPMAN
SECRETARY OF STATE

FILED

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SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
PUGET SOUND ENGINEERING AND REFRIGERATION, INC.

Articles of Amendment of the Articles of Incorporation of Puget Sound Engineering and Refrigeration, Inc., are herein executed by said corporation, pursuant to the provisions of the Revised Code of Washington 23 A.16.040 and 23 A.16.050, as follows:

1. The name of the corporation is PUGET SOUND ENGINEERING AND REFRIGERATION, INC.
2. The amendment to the articles of incorporation of said corporation is as follows:

ARTICLE 1. NAME

The name of this corporation is PSER, INC.

ARTICLE 4. SHARES

This corporation shall have authority to issue 5,000 shares of capital stock, and each share shall have a par value of \$10.00.

3. The date of the adoption of said amendment by the Shareholders of said corporation is December 30, 1976.

4. The number of shares outstanding of said corporation is 4,000 shares of common stock.

The number of shares entitled to vote on said amendment was 4,000 shares of common stock.

5. The number of shares voted for and against said amendment respectively were as follows:

For Amendment: 4,000 shares
Against Amendment: -0- shares

6. The manner in which said amendment effects a change in the amount of stated capital of said corporation is as follows: The amount of stated capital as changed by the amendment is reduced from \$100,000.00 to \$50,000.00. Only \$40,000.00 of shares of stock have been issued, and the reduction in capital will not adversely affect the ability of the corporation to function.

DATED: December 30, 1976.

PUGET SOUND ENGINEERING AND
REFRIGERATION, INC.

By: *Merle J. Angevine*
Merle J. Angevine
President

By: *Mary A. Garza*
Mary A. Garza
Secretary