

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

ADMIRAL ELECTRIC COMPANY

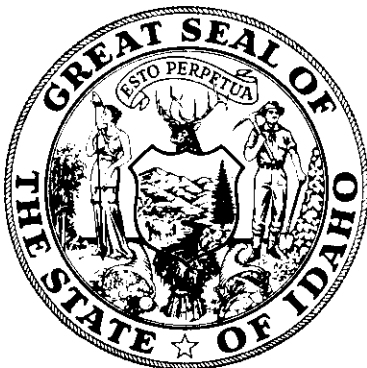
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

ADMIRAL ELECTRIC COMPANY

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **June 17, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

of

ADMIRAL ELECTRIC COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned being natural persons and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be ADMIRAL ELECTRIC COMPANY.

ARTICLE II

This Corporation shall be perpetual in existence.

ARTICLE III

The purposes for which said Corporation is formed are to engage in electrical contracting and other activities to the extent permitted by the Corporation act of the State of Idaho:

To have, exercise and enjoy all of the powers now or hereafter granted to corporation organized under the laws of the State of Idaho, and particularly all of the powers and privileges granted to electrical contractors by the Idaho Code, and any present and future amendments thereto.

ARTICLE IV

The amount of capital stock of this corporation shall be five hundred (500) shares of the par value of ten dollars (\$10.00) each and also two thousand (2,000) shares of unissued stock. All

1983 JUN 17 PM 2 33  
STATE

of the shares of stock of the corporation shall be common, non-preferred stock and all of the shares shall be entitled to vote.

No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person or any other type of agreement vesting another person with the authority to exercise the voting power of any of his/her stock.

#### ARTICLE V

The transfer of stock if the corporation shall be restricted and limited as provided by the By-Laws of the corporation, and any other agreement entered into by and between the corporation and its stockholders.

#### ARTICLE VI

The location and the post office address of the corporation's registered office shall be 5877 King Road, Kuna, Idaho 83634, and the registered agent shall be GUS HINES, whose address is 5877 King Road, Kuna, Idaho 83634.

#### ARTICLE VII

The Board of Directors shall consist of at least four (4) directors, but during the term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws. The Board of Directors who shall serve until their successors shall have been elected and qualified are:

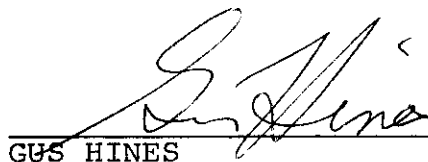
|                 |                                          |
|-----------------|------------------------------------------|
| GUS HINES       | 5877 King Road, Kuna, ID 83634           |
| ERNESTINE HINES | 5877 King Road, Kuna, ID 83634           |
| TED RICKWA      | Rt 8 Lake Ave Box 13, Caldwell, ID 83605 |
| PATRICIA RICKWA | Rt 8 Lake Ave Box 13, Caldwell, ID 83605 |


Meetings of the Board of Directors may be held at any location, within or without the State of Idaho.


# ARTICLE VIII

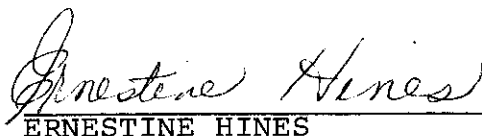
No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation or may be pecuniarily or otherwise interested in any contract or transaction of the corporation if the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the board of Directors. The director of the Corporation, who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporators of this corporation have hereunto set their hands and seal this \_\_\_\_ day of May, 1983.

  
GUS HINES

  
TED RICKWA

  
PATRICIA RICKWA

  
ERNESTINE HINES