



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

LOUIS E. CLAPP

I, ~~ANNOUNCER~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

WESTERN 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 **29th** day of **August** 19 **66**, a properly authenticated copy of its articles of incorporation, and on the **29th** day of **August** 19**66**, a designation of **Scott Reed** 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 **29th** day of **August**, A.D. 19**66**.

Secretary of State.



CERTIFICATE No.

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the annexed is a true and correct copy of the Articles of Incorporation of **WESTON MECHANICAL CONTRACTORS, INC.**, which has been duly filed and recorded in my office in accordance with law; I further certify no amendments to the Articles have been filed and that **WESTON 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, 1967; 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 signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

August 10, 1966

A. LUDLOW KRAMER
SECRETARY OF STATE

ARTICLES OF INCORPORATION

MAR 30 1966

OF
WESTON MECHANICAL CONTRACTORS, INC. BYA. LUDLOW KRAMER
SECRETARY OF STATE
CORPORATION SECRETARY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Norman W. Weston, Clarence W. Weston, D. N. Morrison (each of whom is a citizen of the United States of America and a resident of the State of Washington) have associated themselves together for the purpose of forming a corporation under the laws of the State of Washington, and in pursuance thereof do hereby sign and acknowledge the following Articles of Incorporation, in triplicate originals, and state as follows:

ARTICLE I.

The name of the corporation shall be Weston Mechanical Contractors, Inc.

ARTICLE II.

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

(1) To engage in the assembly, manufacture, and repair of plumbing work and plumbing supplies of any and all kinds and nature and description.

(2) To assemble, manufacture, buy, sell, deal in, and to import and export plumbing fixtures and supplies of all kinds and to do all other things incidental to the business of conducting a plumbing and mechanical contracting business.

(3) To purchase or otherwise acquire, so far as permitted by law, the whole or any part of the undertaking and business of any person, firm or corporation engaged in a business of the same general character as that for which this corporation is organized, and the property and liabilities, including the good will, assets

and stock in trade thereof, and to pay for the same either in cash or in shares, or partly in cash and partly in shares.

(4) To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate and rights in real property and any personal or mixed property, and any franchises, rights, business or privileges necessary, convenient and appropriate for any of the purposes herein expressed.

(5) To acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge, or otherwise deal with or dispose of stocks, bonds, or any obligations or securities of any corporation or corporations; and to merge or consolidate with any corporation in such manner as may be provided by law.

(6) To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, except as may be prohibited by statute, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

(7) To conduct and carry on its business, or any part hereof, and to have one or more offices, and to exercise all or any of its corporate powers and rights in the State of Washington, and in the various states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign countries or country.

(8) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and to do every act or acts, thing

or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the laws under which this corporation is organized.

ARTICLE III.

The corporation is to have perpetual existence.

ARTICLE IV.

The registered office of the corporation is to be located at E. 2815 Sprague Avenue, Spokane, Washington.

ARTICLE V.

The authorized capital stock of the corporation shall be Fifty Thousand Dollars (\$50,000.00), consisting of fifty thousand (50,000) shares of common stock having a par value of One Dollar (\$1.00) each.

ARTICLE VI.

The amount of paid-in capital with which this corporation will begin business is the sum of Five Hundred Dollars (\$500.00).

ARTICLE VII.

The management of this corporation shall be vested in a Board of Directors; the number of directors shall not be less than three (3) nor more than nine (9); and the number, qualifications, terms of office, manner of election, time and place of meeting, and powers and duties of the directors shall be such as are prescribed by the By-Laws of the corporation.

ARTICLE VIII.

The authority to make By-Laws for the 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. The Board of Directors shall not make or alter any By-Laws fixing their qualifications, classifications, terms of office or compensation.

ARTICLE IX.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on the stockholders herein are granted subject to this reservation.

ARTICLE X.

The names and post office addresses of the directors who shall first manage the affairs of the corporation until the 15th day of November, 1966, are as follows:

Norman W. Weston, E. 2815 Sprague, Spokane,
Washington; Clarence W. Weston, E. 2815 Sprague,
Spokane, Washington; D. N. Morrison, 201 First
National Bank Building, Spokane, Washington.

ARTICLE XI.

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

Norman W. Weston E. 2815 Sprague Spokane, Washington	1 share
Clarence W. Weston E. 2815 Sprague Spokane, Washington	498 shres
D. N. Morrison 201 First Nat'l Bank Bldg. Spokane, Washington	1 share

ARTICLE XII.

The corporation shall have the right to sell all of its assets upon a vote of a majority of the outstanding issued stock.

ARTICLE XIII.

This corporation shall be a closed corporation and none of the stockholders shall sell or dispose of their stock without first offering it pro rata to all of the other stockholders on the same terms and conditions as such selling stockholder shall propose to sell or dispose of his said stock.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands this 26th day of MARCH, 1965.

Norman W. Weston
Clarence W. Weston
D. N. Morrison

STATE OF WASHINGTON)
County of Spokane) ss.

This is to Certify that on this 26 day of March, 1965, there appeared personally before me CLARENCE W. WESTON, NORMAN W. WESTON, and D. N. MORRISON, to me personally known to be the persons described in and who executed the foregoing Articles of Incorporation, and they and each of them did acknowledge and declare to me that he executed the same freely and voluntarily for the uses and purposes therein mentioned.

In Witness Whereof, I have hereunto set my hand and official seal the day and year first above written.

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