

**Department of State.**

**CERTIFICATE OF QUALIFICATION OF  
FOREIGN CORPORATION**

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

**JAMES STEWART COMPANY**

a corporation duly organized and existing under the laws of **Texas** 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 **9th** day of **July** 19**58**, a properly authenticated copy of its articles of incorporation, and on the **9th** day of **July** 19 **58**, a designation of **J. L. Eberle** in the County of **Ada** 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 **9th** day of **July**, A.D. 19 **58**.

Secretary of State.

APPROVED AND FILED IN THE OFFICE OF  
THE SECRETARY OF STATE

THIS 28 DAY OF July 1952

Robert S. Roth  
CHIEF CHARTER DIVISION

STATE OF TEXAS }  
COUNTY OF DALLAS }

KNOW ALL MEN BY THESE PRESENTS:

That we, C. L. TEN EYCK, JOHN M. HENRY and  
LAURENCE B. HOWELL, all citizens of Texas, under and by  
virtue of the laws of this State, do hereby voluntarily  
associate ourselves for the purpose of forming a private  
corporation under such laws upon the following terms and  
conditions:

I.

The name of the corporation shall be JAMES  
STEWART COMPANY.

II.

The purpose for which it is formed is to con-  
tract for the erection, construction or repair of any build-  
ing, structure or improvement, public or private, and erect,  
construct or repair same or any part thereof, and to acquire,  
own, prepare for use any materials for said purposes, as au-  
thorized by Subdivision 46 of Article 1302 of the Revised  
Civil Statutes of Texas, 1925. ✓

III.

The places where the business of the corporation  
is to be transacted are in Dallas County, Texas, and else-  
where within or without the State of Texas, in accordance  
with the laws of said State, and its principal place of  
business is to be in the City of Dallas in said Dallas  
County, Texas.

IV.

The term for which it is to exist is fifty  
years.

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V.

The number of Directors shall be as fixed by the by-laws of the corporation and until changed by the by-laws shall be five and the names and residences of those who are appointees for the first year are as follows:

| <u>Name</u>        | <u>Residence</u>                                |
|--------------------|---|
| C. L. Ten Eyck     | 615 North Hampton Street<br>Dallas, Texas       |
| John M. Henry      | 4807 Elsby Street<br>Dallas, Texas              |
| M. Seth Horne      | 800 Employers Insurance Bldg.,<br>Dallas, Texas |
| Harold A. Naisbitt | 800 Employers Insurance Bldg.,<br>Dallas, Texas |
| William S. Dooner  | 800 Employers Insurance Bldg.,<br>Dallas, Texas |

VI.

The amount of the capital stock is \$25,000.00 divided into 250 shares each of a par value of \$100.00, all of which capital stock has been in good faith subscribed and 100 of which has been paid in as is further shown by affidavit attached hereto.

IN TESTIMONY WHEREOF, we hereunto sign our names this 23<sup>rd</sup> day of July, 1952.

C. L. Ten Eyck  
C. L. Ten Eyck

John M. Henry  
John M. Henry

Laurence L. Howell  
Laurence L. Howell

STATE OF TEXAS }  
COUNTY OF DALLAS }

BEFORE ME, the undersigned authority, on this day personally appeared C. L. TEN EYCK, known to me to be the person whose name is subscribed to the foregoing instrument and also known to me to be a citizen of the State of Texas, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

WITNESS MY HAND and seal of office this 23<sup>rd</sup> day of July, 1952.

Patricia N. Latzer  
Notary Public, Dallas County, PATRICIA N. LATZER  
Texas

STATE OF TEXAS }  
COUNTY OF DALLAS }

BEFORE ME, the undersigned authority, on this day personally appeared JOHN M. HENRY, known to me to be the person whose name is subscribed to the foregoing instrument and also known to me to be a citizen of the State of Texas, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

WITNESS MY HAND and seal of office this 23<sup>rd</sup> day of July, 1952.

Patricia N. Latzer  
Notary Public, Dallas County, PATRICIA N. LATZER  
Texas

STATE OF TEXAS }  
COUNTY OF DALLAS }

BEFORE ME, the undersigned authority, on this day personally appeared LAURENCE L. HOWELL, known to me to be the person whose name is subscribed to the foregoing instrument and also known to me to be a citizen of the State of Texas, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

WITNESS MY HAND and seal of office this 23<sup>rd</sup> day of July, 1952.

Patricia N. Latzer  
Notary Public, Dallas County, PATRICIA N. LATZER  
Texas

NO. 17 111513

CHARTER OF  
JAMES STEWART COMPANY  
Dallas, Tex.

CAPITAL STOCK \$ 25,000.00  
SHARES 250 @ \$ 100.00 each  
PAID IN All  
EXISTENCE 50 years  
FILING FEE 70.38  
FRANCHISE TAX \$ 24.06

FILED IN THE OFFICE OF  
SECRETARY OF STATE

THIS 28th.DAY OF July, 1952

LEDGER NO. 68310

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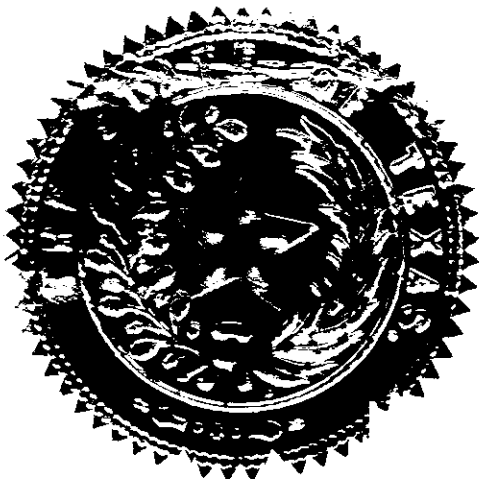
**The State of Texas**  
**Secretary of State**

I, **ZOLLIE STEAKLEY**, Secretary of  
State of the State of Texas DO HEREBY CERTIFY that the  
attached is a true and correct copy of the following  
described instruments on file in this office:

**JAMES STEWART COMPANY**

Articles of Incorporation

July 28, 1952



IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be im-  
pressed hereon the Seal of State at my office in  
the City of Austin, this

11th day of June, A. D. 1952.

*Zollie Steakley*  
Secretary of State

CHECKED  
TAB DIV.

NO. 17 111513

DOMESTIC AMENDMENT

JAMES STEWART COMPANY  
Dallas, Texas

Amending purpose clause

AUTHORIZED CAPITAL STOCK:

\$25,000.00

FILING FEE \$ 50.00

FILED IN THE OFFICE OF  
SECRETARY OF STATE

THIS 17th DAY OF December 1957

LEDGER NO. 68310

2.7

MR  
12-20-57  
R

CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
JAMES STEWART COMPANY

Approved & filed in the office  
of the Secretary of State  
This 17 day of December 1957  
*Michael R. Rabin*  
Deputy Chief Charter Division

STATE OF TEXAS        )  
                          )  
COUNTY OF DALLAS    )

JAMES STEWART COMPANY, a Texas corporation, acting by and through C. L. Ten Eyck, its Vice President, and Frances Valek, its Assistant Secretary, hereby certifies to the Secretary of State of the State of Texas:

1. That on the 16th day of December, 1957, a Special Meeting of the Board of Directors of said corporation was duly held in the offices of said corporation in Falls Church, Virginia, at which by appropriate resolution the Directors adopted an amendment to the Charter of the corporation as hereinafter set out in Paragraph 2 of this Certificate, the resolution specifying that such amendment should be certified immediately to the Stockholders of the corporation for their action thereon.

2. That thereafter by unanimous consent in writing the Stockholders of the corporation agreed to dispense with the formal requirements of a meeting of the Stockholders and they proceeded to consider the amendment submitted to them by the Directors of the corporation, and by such unanimous consent signed by all Stockholders entitled to vote with respect to said amendment, the Stockholders approved the following amendment to the Charter of the corporation and directed that the same be certified to the Secretary of State, the text of the resolution of both the Directors and the Stockholders being as follows:

"RESOLVED, that Article II of the Articles of Incorporation of JAMES STEWART COMPANY be and the same is hereby amended so that the same shall hereafter read as follows:

"ARTICLE II The general nature of the business and purposes to be transacted by the corporation is as follows:

"(A) To engage generally in the contracting and in the engineering business;

"(B) To make estimates for itself and for others, and to bid upon, enter into, and carry out contracts for the grading and making of roads, and the construction of buildings of all kinds.

"(C) To do architectural, building, structural, construction, erection, repair, surveying, dredging, shoring, wrecking, salvage, electrical, and engineering work of every kind in every part of the world.

"(D) To manufacture, mine, quarry, or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies, and equipment for masons, carpenters, builders, electricians, engineers, and contractors



"(E) To acquire, use, employ, sell and deal in all suitable means, apparatus, machinery, contrivances, equipment, and facilities for prosecuting its business.

"(F) To engage in buying, selling, holding, owning, hypothecating, pledging, mortgaging, managing, assigning, transferring, borrowing against, lending on the security of, and in all, each and every manner dealing in mortgages (both of realty and personalty), sales contracts (both of realty and personalty), pledges, liens, encumbrances, securities, contracts, conditional sales contracts, commercial paper, choses in action, bonds, debentures, notes, evidences of indebtedness, evidences of ownership (both legal and equitable), trust receipts and all, each and every type or kind of security device and legal instrument known or to be known in the law;

"(G) To engage in the business of buying, owning, operating, leasing (both as lessor and lessee), managing, improving, developing, selling and otherwise dealing in and with real and personal property of every kind and character, including every character of interest in each; the business of dealing in and with all of the foregoing as a broker, agent, dealer, fiduciary, or in any other capacity whatsoever, as the purposes of this corporation may require;

"(H) To engage in and carry on the business of mining, reducing, milling, concentrating, converting, smelting, quarrying, refining, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing all kinds of ores, minerals and metals, and in the products and byproducts thereof, of every kind and description, and by whatever process the same can be or may hereafter be produced; and to acquire by discovery, location, patent, grant, purchase or otherwise, to take on lease or under agreement, work, operate, improve, own, hold, use, deal in, sell, exchange, lease, mortgage, convey, or otherwise dispose of and deal in and with mines and minerals, quarries, mining, rights, claims and locations, and mineral deposits of whatever kind, of any and all yields, returns, outputs and products thereof or therefrom, also mill sites and mills and other works, and any and all properties, real or personal, necessary, suitable or proper, or in any manner available for, or in connection with, any of the mining or other business or operations of the corporation;

"(I) To enter into contracts with other persons, firms or corporations, and with governments, states and political subdivisions thereof, for mining or working mineral deposits, for the operations of canals, ditches and hydraulic works, and for the reduction, treatment, smelting and refining of the ores, minerals, oils, matte and bullion produced by this corporation. In general, to carry on the business of mining in all its branches, and to that end to acquire, own, improve, develop, sell, lease and convey lands and tenements, or any right, title, interest or privilege therein, and to search, explore and prospect for ores and minerals therein or thereupon.

"(J) To act as agents and attorneys in fact, whether denominated as such or by other similar and appropriate designation, receivers, liquidators, managers, brokers and referees or in any other station of trust and confidence in respect to the establishment and promotion of corporations or associations; to acquire, prosecute and execute undertakings, businesses, works and enterprises of any description;

"(K) To examine and inquire into, search for, prospect, explore and obtain information with respect to any business, property or undertaking, mines or property and report on the same, in the United States of America or elsewhere;

"(L) To establish and promote or assist in establishing or promoting companies or associations for the acquisition, prosecution, and execution of undertakings, businesses, works, projects, and enterprises of any and every description in the United States of America and elsewhere, and to acquire or dispose of and deal in shares and interest in such companies and associations and in any other companies or associations or undertakings thereof;

"(M) To own and operate experimental plants for the determination of any and every kind of industrial process;

"(N) To construct or otherwise acquire and to maintain and operate a hotel or hotels;

"(O) To construct or otherwise acquire houses for the use of its employees and to sell, lease or otherwise deal with said houses;

"(P) To engage in any business connected with the health, comfort or welfare of its employees;

"(Q) To acquire water rights and privileges, construct pipe lines and mains and establish waterworks with all necessary equipment, and to use, furnish, sell and supply water;

"(R) To locate, buy, sell, lease, construct, or otherwise acquire and maintain and operate a plant or plants to generate and produce electricity, and to store, use, furnish, sell and supply the same for lighting, heating, power or mechanical purposes;

"(S) To carry on a general mercantile or merchandise business, and to purchase, sell, and deal in such goods, supplies, and merchandise as are or may be sold in a general store;

"(T) To engage in the general lumber, timber, milling and allied interest together with the building of such railroads, logging roads, and other things necessary in the full and complete operation thereof;

"(U) To manufacture, buy, sell, and deal in, export and import any and every kind or description of material, merchandise, products or other property, and to act as purchasing and selling agents therefor;

"(V) To build, own, and operate tramways, wagon roads, truck lines, railroads, or other means of transportation, as a common carrier or otherwise;

"(W) To form, promote, subsidize and assist companies, syndicates or partnerships of all kinds, and to finance and refinance the same;

"(X) To have one or more offices and conduct business in any state, territory, district or colony of the United States or any foreign country;

"(Y) To acquire the good will, rights and property;

"(Z) To undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, debentures, notes or otherwise;

"(AA) To hold or in any manner to dispose of the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business, and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association or corporation;

"(BB) To purchase, hold and reissue and otherwise deal in the shares of its own capital stock, and to use and apply its earnings and accumulated profits to the purchase and acquisition of its capital stock or bonds from time to time, to such an extent and in such a manner and upon such terms as the Board of Directors shall determine, and neither the property nor the capital stock or bonds so purchased or acquired shall be regarded as profits for the purpose of a declaration of dividends unless otherwise determined by the Board of Directors;

"(CC) To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise deal in and dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any state, country, nation or government, and while the owner of said stock or securities to exercise all the rights, powers and privileges of ownership, including the right to vote thereon, to the same extent that natural persons might or could do;

"(DD) To borrow money and to issue its notes, bonds, debentures and other evidences of indebtedness and to secure the same by mortgage or otherwise upon any of its real, mixed or personal property;

"(EE) To lend money on such security as it shall determine, or without security;

"(FF) To acquire any sort or character of property by foreclosure, seizure or otherwise and to deal with the same as a natural person could or might do;

"(GG) To buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letters, patent processes, devices, inventions, trademarks, formulae, good will, and other rights;

"(HH) To improve and hold lands and other properties for investment purposes, and to promote, advertise and sell same;

"(II) To buy, sell, trade, manufacture, deal in and with goods, wares and merchandise, of every kind and nature, and to carry on such business as wholesalers, jobbers, retailers, importers and exporters; to acquire all such merchandise, supplies, materials and all articles as shall be necessary or incidental to such business, and in general, to own, operate and conduct any and all manner of mercantile establishments;

"(JJ) To engage in farming operations generally upon lands owned, leased or rented by the corporation, and to market and sell the products of such operations;

"(KK) To enter into joint ventures and to enter into partnership agreements as general partners, and to become either general or special partners in articles of limited partnership, and in general to enter into whatever contracts, agreements and business arrangements that may be consistent with the objects and purposes of the corporation;

"(LL) To do all and every thing necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms and individuals and either as principals or agents, and to do every other act or thing, or things, incidental to or growing out of or connected with the aforesaid objects, purposes or powers, or any of them;

"(MM) All of the foregoing powers, whether herein specifically set out or contained by implication shall be in furtherance of and not in limitation of the general corporate powers conferred by the laws of the State of Texas;

provided, however, that nothing contained in the enumeration of powers as set out in Paragraphs (A) through (MM) above shall be construed to give the corporation any powers or rights contrary to the provisions of Subdivision B of Article 2.01 of the Texas Business Corporation Act (Acts 54th Legislature, Chapter 64, approved April 15, 1955), or to any other provisions of said Business Corporation Act or to the Statutes of the State of Texas."

3. The capital stock of the corporation consists of 250 shares of Common Stock having a par value of \$100.00 each, all of which is entitled to vote on the foregoing amendment. As heretofore stated, the resolution adopting said amendment was unanimously approved by the Stockholders of the corporation, 250 shares for, and no shares against.

EXECUTED this 16<sup>th</sup> day of December, 1957.

ATTEST:

Frances Valek  
Assistant Secretary

JAMES STEWART COMPANY

By C. L. Ten Eyck  
Vice President

STATE OF TEXAS     )  
COUNTY OF DALLAS    )

BEFORE ME, the undersigned authority, on this day personally appeared C. L. Ten Eyck and Frances Valek, both known to me to be the persons whose names are subscribed to the foregoing instrument as Vice President and Assistant Secretary, respectively, of James Stewart Company, and they, after being duly sworn, stated that all matters of fact set forth in the foregoing Certificate of Amendment to the Articles of Incorporation of said corporation are to their knowledge true and correct.

C. L. Ten Eyck  
C. L. Ten Eyck

Frances Valek  
Frances Valek

SWORN TO AND SUBSCRIBED before me on this 16<sup>th</sup> day of December, 1957.

Pauline H. Bond  
Notary Public in and for  
Dallas County, Texas



# The State of Texas

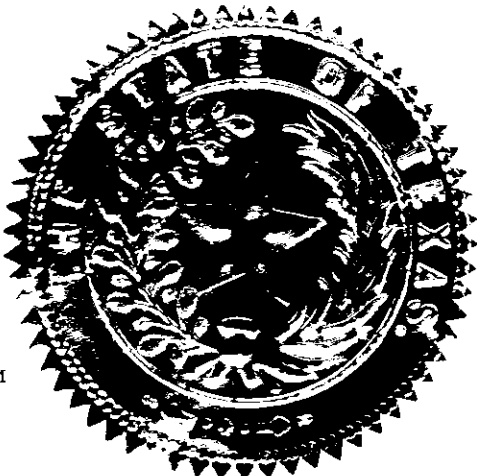
Secretary of State

I, ZOLLIE STEAKLEY, Secretary of State of  
the State of Texas, DO HEREBY CERTIFY that the attached  
is a true and correct copy of the following described  
instruments on file in this office:

JAMES STEWART COMPANY

Amendment

December 17, 1957



C953-857-5M

IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be im-  
pressed hereon the Seal of State at my office in  
the City of Austin, this

4th day of March, A. D. 1958.

*Zollie Steakley*  
Secretary of State