



DEPARTMENT OF STATE

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

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

GRIMM-GRIMM, INC.

a corporation duly organized and existing under the laws of **California** 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 **Tenth** day of **August**, 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **Tenth** day of **August**, 19 **64**, a designation of **T. H. Eberle or W. C. Roden** 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 **10th** day of **August**, A.D. 19 **64**.

Secretary of State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, *I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,*

this JUN 30 1964

Frank M. Jordan
Secretary of State

By Walter L. Stitzer
Assistant Secretary of State



ARTICLES OF INCORPORATION

OF

GILMORE-SKOUBYE, INC.ENDORSED
FILED*In the office of the Secretary of State
of the State of California*

JUN 30 1961

FRANK M. JORDAN, Secretary of State
By JAMES E. HARRIS
Deputy

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California, AND WE DO HEREBY CERTIFY that:

FIRST: The name of the corporation shall be

GILMORE-SKOUBYE, INC.

SECOND: (a) The corporation intends to engage in the primary business of furnishing, fabricating and installing reinforcing steel.

(b) The general purposes for which it is formed are:

1. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, deal in and deal with goods, wares, merchandise, machinery and equipment and parts therefor, of all kinds and character, and real and personal property of every class and description;

2. To acquire and pay for in cash, stock or bonds of this corporation or otherwise the goodwill, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation;

3. To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements

and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation;

4. To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership;

5. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof, conducive to the attainment of any of the objects or purposes of the corporation;

6. To borrow money and issue bonds, debentures, notes and evidences of indebtedness and to secure the payment or performance of its obligations by mortgage, deed of trust, pledge, or otherwise;

7. To purchase, hold, sell and transfer the shares of its own capital stock so far as may be permitted by the laws of the State of California;

8. To have one or more offices within or without the State of California, to carry on all or any of its operations and business and, without restriction or limit as to amount, to purchase or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories or possessions of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, possession or country;

9. The foregoing clauses shall be construed as objects

and powers, and it is hereby expressly provided that the foregoing enumeration of the specific powers shall not be held to limit or restrict in any manner the powers of the corporation;

10. In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the State of California upon corporations formed under the laws of the State of California.

THIRD: The principal office for the transaction of the business of the corporation is to be located in the County of Alameda, State of California.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is twenty-five thousand (25,000), of the par value of One Hundred Dollars (\$100.00) each, amounting in the aggregate to Two Million Five Hundred Thousand Dollars (\$2,500,000.00).

FIFTH: The number of directors shall be three (3). The names and addresses of the persons who are appointed to act as the first directors and until the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESSES</u>
William R. Mackey	San Francisco, California
Philip S. Heinecke	San Francisco, California
Eckard von Estorff	San Francisco, California

SIXTH: This 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 upon stockholders

herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands
and seals this ~~24th~~ day of June, 1964.

/s/ William R. Mackey

William R. Mackey

/s/ Philip S. Heinecke

Philip S. Heinecke

/s/ Eckard von Estorff

Eckard von Estorff

STATE OF CALIFORNIA
City and County of San Francisco } ss.

On this 24th day of June, 1964, before me, a Notary Public in and for the City and County of San Francisco, State of California, personally appeared, WILLIAM R. MACKEY, PHILIP S. HEINECKE and ECKARD VON ESTORFF, known to me to be the persons whose names are subscribed to and who executed the within instrument and acknowledged to me that they executed the same, and that they are the directors named therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year above written.

(seal)

/s/ Josephine Hulsman

Josephine Hulsman
Notary Public
in and for the City and County of
San Francisco, State of California

My commission expires: Nov. 4, 1967