

# State of Idaho

## Department of State.

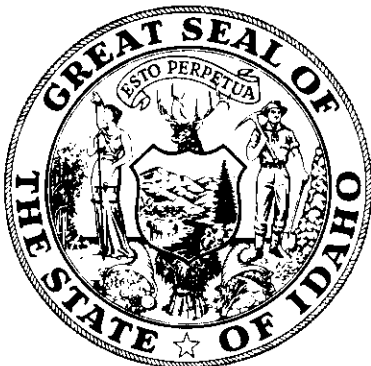
### CERTIFICATE OF AUTHORITY OF

WEATHERLY, GERMANY, McCARTHY & ASSOCIATES, P.C.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WEATHERLY, GERMANY, McCARTHY & ASSOCIATES, P.C. 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 WEATHERLY, GERMANY, McCARTHY & ASSOCIATES, P.C. to transact business in this State under the name WEATHERLY, GERMANY, McCARTHY & ASSOCIATES, P.C. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 21, 19 81.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Penny Gerson*  
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 Weatherly, Germany, McCarthy & Associates, P.C.
2. \*The name which it shall use in Idaho is Weatherly, Germany, McCarthy & Associates, P.C.
3. It is incorporated under the laws of Montana
4. The date of its incorporation is January 12, 1978 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 P.O. Box 3418, Highway 10 West, Missoula, Montana' 59806
6. The street address of its proposed registered office in Idaho is 300 N. 6th Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C.T. Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
To engage in the practice of professional engineering  
and land surveying.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
James R. Weatherly	President	710 W. Hallmark, Missoula, Mt. 59801
Woody G. Germany	Vice President	2308 Spring Dr., Missoula, Mt. 59801
Thomas P. McCarthy	Secretary/Treasurer	1608 Jackie Dr., Missoula, Mt. 59801

9. 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>50,000</u>	<u>Common</u>	<u>No Par</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. 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>181</u>	<u>Common</u>	<u>No Par</u>
_____	_____	_____
_____	_____	_____

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

12. 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 18, 19 81.

By [Signature]  
Its \_\_\_\_\_ President  
and Thom P. McCarthy  
Its \_\_\_\_\_ Secretary

STATE OF Montana )  
COUNTY OF Missoula ) ss:

I, Patrick G Frank, a notary public, do hereby certify that on this 18<sup>th</sup> day of August, 19 81, personally appeared before me James R. Weatherly, who being by me first duly sworn, declared that he is the President of Weatherly, Germany, McCarthy & Associates, P.C.

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

Patrick G Frank  
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.



**SECRETARY OF STATE**  
THE STATE OF MONTANA

SEP 21 10 27 AM '81  
CLERK OF STATE

**JIM WALTERMIRE**  
SECRETARY OF STATE

CAPITOL BUILDING  
HELENA, MONTANA 59620

**CERTIFICATION**

I hereby certify that the annexed is a true and complete copy of the  
7 page document(s) on file in this office.

DATED: August 3, 1981

Jim Waltermire  
SECRETARY OF STATE

By: Storace Hershey Deputy

# Office of the Secretary of State



## OF THE STATE OF MONTANA

### CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of the Articles of Incorporation for the incorporation of

WEATHERLY, GERMANY, MCCARTHY & ASSOCIATES, P.C.

duly executed pursuant to the provisions of Chapter 4, Title 35, and Section 35-1-201 of the Montana Code Annotated, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

WEATHERLY, GERMANY, MCCARTHY & ASSOCIATES, P.C.

subject to the provisions of Chapter 4, Title 35 of the Montana Code Annotated, and attach hereto a duplicate original of the Articles of Incorporation.

(GREAT SEAL)

IN WITNESS WHEREOF, I have  
hereunto set my hand and affixed  
the Great Seal of the State of  
Montana, at Helena, the Capital,  
this 12th day of January, A.D. 1979.

*Frank Murray*  
FRANK MURRAY  
Secretary of State

By:

*Thomas Tucker*  
Thomas Tucker  
Deputy

SIXTH: The address of the initial registered office of the corporation is Highway 10 West, P.O. Box 3418, Missoula, Montana 59806 and the name of its initial registered agent at such address is James R. Weatherly.

SEVENTH: The number of Directors constituting the initial Board of Directors of the corporation is Three (3) and the names and addresses of the persons who are going to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
James R. Weatherly	710 W. Hallmark Missoula, MT 59801
Thomas P. McCarthy	1608 Jackie Dr. Missoula, MT 59801
Woody G. Germany	2308 Spring Dr. Missoula, MT 59801

EIGHTH: The name and address of the incorporator is:


<u>NAME</u>	<u>ADDRESS</u>
James R. Weatherly	Highway 10 West P.O. Box 3418 Missoula, MT 59806

DATED this 22nd day of December, 1978.



STATE OF MONTANA     )  
                              : ss  
County of Missoula    )

I, the undersigned, a Notary Public, hereby certify that on the 22nd day of December, 1978, personally appeared before me, James R. Weatherly, who being by me first duly sworn declared that he is the person who signed as incorporator of the foregoing document and that the statements therein contained are true.

  
Notary Public for the State of Montana  
Residing at Missoula, Montana  
My commission expires: aug 6 1980

(SEAL)

271926

STATE OF MONTANA

FILED

JAN 12 1979

FRANK MURRAY

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

WEATHERLY, GERMANY, MCCARTHY & ASSOCIATES, P.C.

Deputy

*Hermit W. Brown*  
*James*  
*870.00*

I, the undersigned, a natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the Professional Service Corporation Act of the State of Montana adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Weatherly, Germany, McCarthy & Associates, P.C.

SECOND: The period of its duration is perpetual.

THIRD: (a) Purpose. The purpose for which this corporation is organized is to engage in the practice of professional engineering and land surveying as defined by the Revised Codes of Montana, 1947 §66-2326 and any similar sections of any other state or territorial codes in states or territories in which the corporation, its stockholders or employees are or become licensed as professional engineers, or registered land surveyors.

(b) Powers. The corporation shall have all powers conferred on professional corporations by the laws of the State of Montana.

FOURTH: The amount of capital stock of this corporation shall be fifty thousand shares of common stock which shall be without par value.

FIFTH: The Board of Directors of the corporation shall be authorized to adopt By-Laws or resolutions restraining the alienation of shares and providing for the purchase or redemption by the corporation of its shares.