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AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

HECO ENGINEERS INTERNATIONAL, INC.

The undersigned, John Blom, acting as the incorporator of HECO Engineers International, Inc., an Idaho corporation (the “Corporation”) under the Idaho Business Corporation Act, as it may be amended from time to time (the “Act”), hereby certifies that the amendment and restatement set forth below to the Corporation’s Articles of Incorporation have been duly approved and adopted by the incorporator (and that no stock has yet been issued nor any Board members yet appointed), and further certifies that:

**Article I. Name**

The name of the Corporation is HECO Engineers International, Inc.

**Article II. Capital Stock**

**2.1 Capitalization.**

The Company is authorized to issue two classes of stock, which shall be designated, respectively, as “Class A Stock” and “Class B Stock,” each with no par value per share. The total number of shares of stock that the Company shall have authority to issue is 100,000, consisting of 50,000 shares of Class A Stock and 50,000 shares of Class B Stock.

**2.2 Voting Rights.**

The holders of Class A Stock are entitled to one vote for each share of Class A Stock held at all meetings of shareholders (and written actions in lieu of meetings). Unless required by law, there shall be no cumulative voting. Except as required by law, the holders of Class B Stock shall not be entitled to vote on any matter coming before the shareholders of the Corporation.

**Article III. Registered Office**

The address of the registered office of the Corporation is 32 N. Main Street, Payette, ID 83661. The name of the Corporation’s registered agent is John Blom.

#### **Article IV. Limitation on Liability**

There shall be no liability of any director of the Corporation to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director; provided, however, if the Act, as in effect from time to time, restricts the elimination or limitation of a director's liability, then the foregoing provision shall not eliminate or limit the liability of each director of the Corporation to the extent the Act restricts the elimination or limitation, respectively, of a director's liability. Any repeal or modification of this Article shall not affect adversely any right or protection of any director of the Corporation with respect to any act or omission of the director occurring prior to the time of such repeal or modification.

#### **Article V. Indemnification**

The Corporation shall indemnify any director or officer of the Corporation for any liability (as defined in Section 30-29-850(5), Idaho Code, or its successor statute) to any person for any action taken, or any failure to take any action, as a director or officer, respectively; provided, however, if the Act, as in effect from time to time, restricts any obligatory indemnification of a director or officer, then the foregoing provision shall not require indemnification of each director or officer of the Corporation to the extent the Act restricts obligatory indemnification of the director or officer. Any repeal or modification of this Article shall not affect adversely any right or protection of any director or officer of the Corporation with respect to indemnification of the director or officer occurring prior to the time of such repeal or modification.

Dated effective as of February 1, 2019.

  
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John Blom, Incorporator