

State of Idaho



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

ELECTRICAL PRODUCTS CORPORATION OF OREGON

a corporation duly organized and existing under the laws of **Oregon** 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 **Fourteenth** day of **September**, 19**61**, a properly authenticated copy of its articles of incorporation, and on the **Fourteenth** day of **September**, 19 **61**, a designation of **Jess B. Hawley, Jr.** 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 **14th** day of **September**, A.D. 19 **61**.

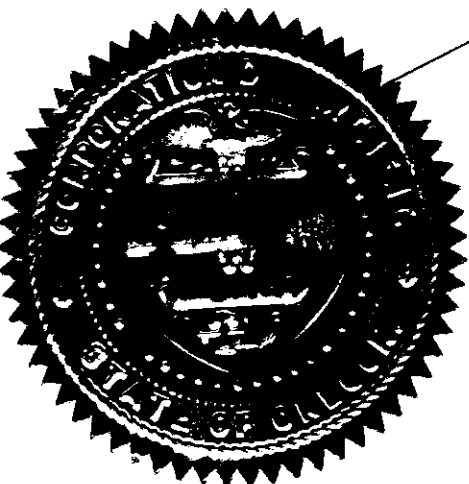
Secretary of State.



I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation and all amendments thereto of ELECTRICAL PRODUCTS CORPORATION OF OREGON with the originals thereof now on file in my office; that the same are correct transcripts therefrom and of the whole thereof; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that ELECTRICAL PRODUCTS CORPORATION OF OREGON is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.



In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this — 18th — day of — May —, 19 60.

Frank J. Healy

Corporation Commissioner

ARTICLES OF INCORPORATION
OF
ELECTRICAL PRODUCTS CORPORATION OF OREGON

KNOW ALL MEN BY THESE PRESENTS, That we, JOHN A. LAING, HENRY S. GRAY and IRVING RAND, all citizens of the United States and citizens and residents of the State of Oregon, desiring to incorporate ourselves and form a corporation under and pursuant to the laws of the State of Oregon relating to private corporations, for the purpose of engaging in the enterprise, business, pursuit and occupation hereinafter in these Articles of Incorporation set forth, do hereby make, execute, adopt and subscribe and acknowledge in triplicate the following Articles of Incorporation, to-wit:

ARTICLE I.

The name assumed by this corporation and by which it shall be known is and shall be ELECTRICAL PRODUCTS CORPORATION OF OREGON, and its duration shall be unlimited.

ARTICLE II.

The objects for which this corporation is formed, and the business, enterprise, pursuit and occupation in which this corporation proposes to engage, are and shall be as follows:

(1) To manufacture, purchase, receive, lease or otherwise acquire, and to own, use, hold, sell, exchange, lease, work, improve, develop, maintain and operate and otherwise handle and deal in and dispose of, advertising devices, displays and signs, lamps, globes, lights and other apparatus and merchandise using or operated by electricity, gas, or other means of light,

heat or power;

(2) To manufacture, buy, sell, import and export, distribute, deal in, lease or otherwise acquire, own and dispose of factory and building supplies, machinery, parts, tools, appliances, merchandise and materials of all descriptions, and to carry on a general merchandise business of buying, selling and leasing, and to act as agent for others in the buying, selling and leasing of all kinds of articles, manufactured and unmanufactured, and in process of manufacture.

(3) To apply for, purchase, lease or otherwise acquire, and to hold, deal in, assign, lease, mortgage, or otherwise dispose of, patents and patent rights, inventions, processes, trade marks and trade names, and privileges and licenses relating to any thereof; to use, maintain, enjoy and exercise, and to grant, lease or contract to others licenses, privileges or rights under any patents, patent rights, licenses or privileges under the control of the corporation; and generally to do any and all things useful or desirable in connection with the ownership, protection, development and exploitation of inventions, improvements, patents and trade marks of whatsoever kind or character and by whatever authority issued or granted, and of licenses and privileges relating thereto;

(4) To purchase, receive, lease or otherwise acquire, and to own, hold, sell, exchange, hire, lease, mortgage and otherwise deal in, and dispose of, chattels, chattels real, choses in action, notes, bonds, mortgages and securities, and personal property of every character and description;

(5) To purchase, receive, lease or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, manage, operate and otherwise handle, deal in, and dispose of, real estate and real property, and any and all interests or rights in real property, and to collect,

use and dispose of the income or profits from any thereof:

(6) To make, enter into, perform and carry out contracts for constructing, building, leasing, altering, improving, repairing, decorating, maintaining, furnishing, fitting up, renting, managing and operating buildings and structures of every kind and description, and to enter into agreements of all kinds with builders, contractors, agents, property owners and others for any and all of said purposes;

(7) To borrow money on the credit of the corporation, and to that end to issue notes, bonds, bills and debentures, and other evidences of indebtedness; and to secure any of such obligations by mortgage, deed of trust, pledge or hypothecation of the property of the corporation, or otherwise;

(8) To purchase, acquire, hold, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of capital stock, trust or other certificates, bonds, debentures and other evidences of indebtedness by whomsoever or by whatsoever agency issued, and to pay for the same in cash or in property or by the issuance of its own stock, bonds or other obligations; and to exercise in respect thereof all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting powers in respect thereof:

(9) To purchase or otherwise acquire shares of its own capital stock, and to own, hold or dispose of the same for any and all lawful purposes;

(10) To engage in such enterprise, business, pursuit, and occupation, and to transact any and all of the business of the corporation not only in the State of Oregon but anywhere outside of said state, and in any part of the world, as may be deemed convenient or desirable, and to have one or more offices outside of the State of Oregon; and generally to do everything necessary or appropriate for the transaction of the business

of the corporation, and anything and everything which a natural person may lawfully do in connection with any of the foregoing, and with all of the powers and authority now or hereafter conferred by law upon private corporations.

ARTICLE III.

The place where this corporation proposes to have its principal office and place of business is the City of Portland, in the County of Multnomah, State of Oregon.

ARTICLE IV.

The authorized capital stock of this corporation shall consist of two classes, namely:

Preferred Stock, of the aggregate par value of Two Hundred Thousand Dollars (\$200,000.00), divided into a total number of Two Thousand Shares, each of the par value of One Hundred Dollars (\$100.00); and

Common Stock, without a nominal or par value, divided into a total number of Seven Thousand Five Hundred (7500) shares;

and the distinguishing characteristics, preferences, rights, privileges and restrictions of such preferred stock and common stock shall be as follows:

(a) The preferred stock shall be entitled in preference and priority to the common stock to dividends, payable quarterly on the first days of January, April, July and October of each year, if and when declared by the board of directors, which dividends shall be computed at the rate of seven per centum per annum and shall be cumulative from July 1, 1927, or from the date of issuance of such preferred stock if issued after July 1, 1927; and no dividends shall at any time be paid or set apart for payment on the common stock, unless the full amount of such

cumulative dividends, so computed to the close of the current quarterly dividend period, shall have first been paid or set apart for payment on the preferred stock; and upon the liquidation of the corporation or other distribution of its assets and capital, whether voluntary or involuntary, the preferred stock shall have preference and priority over the common stock to the extent of the par value of the preferred stock, plus the amount of any unpaid cumulative dividends thereon, computed as aforesaid; but the preferred stock shall not be entitled to any dividends in excess of seven per centum per annum, cumulative as aforesaid, or to any amount upon the liquidation or distribution of the assets and capital in excess of the par value of such preferred stock, plus the amount of any such unpaid dividends thereon; and the common stock shall be entitled to all other dividends which may be declared by the board of directors, and to all other assets and capital of the corporation in the event of such liquidation or distribution;

(b) The preferred stock may be redeemed in its entirety by the corporation at any quarterly dividend date, with the approval of the holders of a majority of the common stock then issued and outstanding, upon payment of one hundred ten (110) per centum of the par value of said preferred stock, together with the amount of any unpaid dividends thereon, computed as aforesaid to the date fixed for such redemption. Notice of intention so to redeem the preferred stock shall be mailed at least thirty (30) days prior to such redemption date to each record holder of preferred stock at the post office address last supplied by such stockholder to the corporation. At the time and place specified in such notice, the corporation shall pay such redemption price in cash to each record holder of preferred stock upon the surrender of the certificate or certificates therefor duly endorsed, and thereafter all shares of preferred stock represented by certificates not so surrendered shall cease to enjoy any rights

or privileges as shares of the capital stock of the corporation, except the right in the record holders thereof to receive such redemption price, without interest or further dividends, upon the surrender to the corporation of the certificates for such stock duly endorsed. All of such preferred stock so surrendered and redeemed shall be canceled and retired, and shall not be re-issued;

(c) Each share of stock in the corporation, preferred or common, shall have full voting powers and rights equally with each other share of stock of the corporation, except that the shares of preferred stock shall have no voting powers or rights upon or in respect of any proposal to redeem the preferred stock, as authorized by subdivision (b) of this Article IV;

(d) No holder of any shares of stock of this corporation shall be entitled as of right to purchase or subscribe for any share of unissued stock of this corporation, whether authorized by these articles, or by any supplementary or amended articles, or by any increase in the capital stock or in the authorized number of shares thereof; but any and all such shares of stock may be disposed of to such persons, firms and corporations, and upon such terms, as the board of directors of the corporation may determine in its discretion, without first offering the same or any thereof to the stockholders then of record or to any class of stockholders, on the same terms or on any terms;

(e) Any and all shares of common stock without nominal or par value, which this corporation may from time to time be authorized to issue under or by virtue of these articles, or any supplementary or amended articles, or upon any increase in the authorized number of such shares of common stock without nominal or par value, may be issued and disposed of by the corporation for such lawful consideration as may be prescribed by the corporators before opening the books for subscription, or as

may from time to time be prescribed by the board of directors after the election and organization thereof; and authority so to prescribe such consideration is hereby granted to and vested in the corporators and the board of directors, respectively.

ARTICLE V.

The amount of capital with which this corporation shall begin business shall be the sum of Fifty Thousand Dollars (\$50,000).

ARTICLE VI.

A director of this corporation shall not be disqualified by his office from contracting with the corporation, either as vendor, purchaser or otherwise, nor shall any such contract or any contract or arrangement entered into by or on behalf of the corporation in which any director shall be in any way interested, be avoided on that account or by reason of the fact that any firm of which such director is a member or any corporation in which such director is a shareholder or a director shall be interested therein; provided such contract shall have been ratified or approved by a vote in favor of such ratification or approval of a majority or a quorum of the board of directors without counting in such majority or quorum any person so interested in such contract or arrangement, or shall have been ratified or approved by the affirmative vote of a majority of the shares of the capital stock of the corporation having the right to vote; nor shall any director so contracting or so interested be liable to account to the corporation for any profit realized by him from or through any such contract or arrangement so ratified or approved by the board of directors, or ratified or approved by the stockholders in the manner aforesaid.

IN WITNESS WHEREOF, we, the corporators aforementioned,

hereunto set our hands and seals in triplicate this 24th day
of February, 1927.

John A. Laing (SEAL)
Henry S. Gray (SEAL)
Irving Rand (SEAL)

Executed by John A. Laing,
Henry S. Gray and Irving
Rand before us as witnesses:

[Signature]
[Signature]

STATE OF OREGON)
 : ss.
County of Multnomah)

THIS CERTIFIES, That on this 24th day of February,
1927, before me, the undersigned, a notary public in and for the
State of Oregon, personally appeared the above named JOHN A.
LAING, HENRY S. GRAY and IRVING RAND, to me known to be the in-
dividuals described in and who executed the foregoing articles
of incorporation, and they and each of them acknowledged to me
that they and each of them executed said articles of incorpora-
tion and that they executed the same freely and voluntarily for
the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed my notarial seal, this the day and year in this my
certificate first written.

[Signature]
Notary Public for Oregon
My commission expires
Nov 4 1928

ELECTRICAL PRODUCTS CORPORATION OF OREGON
RE SUPPLEMENTARY OR AMENDED ARTICLES OF INCORPORATION

CERTIFICATE OF SECRETARY

STATE OF OREGON)
 : ss.
County of Multnomah)

I, John A. Laing, being first duly sworn, on oath do certify and state: That I am the duly elected and acting Secretary of Electrical Products Corporation of Oregon, a corporation of the State of Oregon; that at a meeting of the stockholders and subscribers to the capital stock of said corporation, duly held at the corporation's office in the City of Portland, Multnomah County, Oregon, on February 11, 1929, the following resolutions were duly adopted by the unanimous vote of the holders of all of the capital stock of said corporation issued or subscribed, to-wit:

RESOLVED: that this corporation change and convert its authorized common stock, consisting of 7500 shares without nominal or par value, and all of which has heretofore been issued, into 75,000 shares of common stock without nominal or par value, such change and conversion to be effected by the issuance and delivery of ten (10) shares of such new common stock in exchange for each one (1) share of the common stock heretofore authorized and issued; and be it further

RESOLVED: that the Supplementary or Amended Articles of Incorporation in the form presented to this meeting, be and the same hereby are approved and adopted; and that the proper officers and the directors of this corporation be and they hereby are authorized and directed to subscribe, acknowledge and file said Supplementary or Amended Articles of Incorporation in the office of the Corporation Commissioner of the State of Oregon and in the office of the County Clerk of Multnomah County, Oregon, and to publish or cause to be published notice thereof as required by the laws of the State of Oregon; and be it further

RESOLVED: that the Secretary of this corporation be and he hereby is authorized and directed to certify to the Corporation Commissioner of the State of Oregon, under the seal of this corporation, the Supplementary or Amended Articles of Incorporation of this corporation in the form submitted to this meeting, together with a full copy of the resolutions adopted at this meeting and with a statement that such resolutions were duly adopted at a meeting of the stockholders of this corporation duly called for the purpose, such certificate and statement to be verified by the oath of the Secretary of the corporation; and be it further

RESOLVED: that the directors and the officers of this corporation be and they hereby are authorized and directed to

do such further acts and things as may be necessary, or as they may deem desirable to make effective the action taken at this meeting;

that the foregoing is a full and true copy of the resolutions so adopted at said meeting; that said meeting was duly called for the purpose of considering and acting upon the matters set forth in said resolutions; and that the Supplementary or Amended Articles of Incorporation to which this certificate is attached are identical in form and substance with the Supplementary or Amended Articles of Incorporation presented, approved and adopted at said meeting of stockholders as set forth in said resolutions.

And I further certify and state that the board of directors of said corporation has, at a meeting thereof duly held for said purpose, authorized and adopted, and has directed the making and filing of said Supplementary or Amended Articles of Incorporation, by the President and Secretary, and by the directors of said corporation; that Cameron Squires is the duly elected and acting President of said corporation; and that E. V. Hauser, Jr., David T. Honeyman, Cameron Squires, Guy W. Talbot and J. C. Zancker, who executed, and whose names are signed as directors to, the attached and foregoing Supplementary or Amended Articles of Incorporation, are each a duly elected and qualified director of said corporation, and constitute and are all of the directors of said corporation.

WITNESS my hand and the seal of said corporation this 11th day of February, 1929.

John A. Loring
Secretary.

Subscribed and sworn to before me this 11th day of February, 1929.

Henry J. Gray
Notary Public for Oregon
My commission expires:
September 14, 1932

SUPPLEMENTARY OR AMENDED ARTICLES OF INCORPORATION
OF

ELECTRICAL PRODUCTS CORPORATION OF OREGON

KNOW ALL MEN BY THESE PRESENTS: That Electrical Products Corporation of Oregon, a corporation of the State of Oregon, and the undersigned E. V. Hauser, Jr., David T. Honeyman, Cameron Squires, Guy W. Talbot and J. C. Zancker, being all of the directors of said corporation, being thereunto duly authorized by the unanimous vote of the holders of all of the capital stock of said corporation issued or subscribed and by the board of directors of said corporation,

Do Hereby Make, Execute and Adopt, in lieu and to take the place of the Articles of Incorporation, as filed in the office of the Corporation Commissioner of the State of Oregon, and in the office of the Clerk of the County of Multnomah, State of Oregon, on the 25th day of February, 1927, the following Supplementary or Amended Articles of Incorporation of said Electrical Products Corporation of Oregon, to-wit:

SUPPLEMENTARY OR AMENDED ARTICLES OF INCORPORATION
OF ELECTRICAL PRODUCTS CORPORATION OF OREGON

ARTICLE I.

The name assumed by this corporation and by which it shall be known is and shall be ELECTRICAL PRODUCTS CORPORATION OF OREGON, and its duration shall be unlimited.

ARTICLE II.

The objects for which this corporation is formed, and the business, enterprise, pursuit and occupation in which this corporation proposes to engage, are and shall be as follows:

(1) To manufacture, purchase, receive, lease or otherwise acquire, and to own, use, hold, sell, exchange, lease, work, improve, develop, maintain and operate and otherwise handle and deal in and dispose of, adver-

tising devices, displays and signs, lamps, globes, lights and other apparatus and merchandise using or operated by electricity, gas, or other means of light, heat or power;

(2) To manufacture, buy, sell, import and export, distribute, deal in, lease or otherwise acquire, own and dispose of factory and building supplies, machinery, parts, tools, appliances, merchandise and materials of all descriptions, and to carry on a general merchandise business of buying, selling and leasing, and to act as agent for others in the buying, selling and leasing of all kinds of articles, manufactured and unmanufactured, and in process of manufacture;

(3) To apply for, purchase, lease or otherwise acquire, and to hold, deal in, assign, lease, mortgage, or otherwise dispose of, patents and patent rights, inventions, processes, trade marks and trade names, and privileges and licenses relating to any thereof; to use, maintain, enjoy and exercise, and to grant, lease or contract to others licenses, privileges or rights under any patents, patent rights, licenses or privileges under the control of the corporation; and generally to do any and all things useful or desirable in connection with the ownership, protection, development and exploitation of inventions, improvements, patents and trade marks of whatsoever kind or character and by whatever authority issued or granted, and of licenses and privileges relating thereto;

(4) To purchase, receive, lease or otherwise acquire, and to own, hold, sell, exchange, hire, lease, mortgage and otherwise deal in, and dispose of, chattels, chattels real, choses in action, notes, bonds, mortgages and securities, and personal property of every character and description;

(5) To purchase, receive, lease or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, manage, operate and otherwise handle, deal in, and dispose of, real estate and real property, and any and all interests or rights in real property, and to collect, use and dispose of the income or profits from any thereof;

(6) To make, enter into, perform and carry out contracts for constructing, building, leasing, altering, improving, repairing, decorating,

maintaining, furnishing, fitting up, renting, managing and operating buildings and structures of every kind and description, and to enter into agreements of all kinds with builders, contractors, agents, property owners and others for any and all of said purposes;

(7) To borrow money on the credit of the corporation, and to that end to issue notes, bonds, bills and debentures, and other evidences of indebtedness; and to secure any of such obligations by mortgage, deed of trust, pledge or hypothecation of the property of the corporation, or otherwise;

(8) To purchase, acquire, hold, and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of capital stock, trust or other certificates, bonds, debentures and other evidences of indebtedness by whomsoever or by whatsoever agency issued, and to pay for the same in cash or in property or by the issuance of its own stock, bonds or other obligations; and to exercise in respect thereof all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting powers in respect thereof;

(9) To purchase or otherwise acquire shares of its own capital stock, and to own, hold or dispose of the same for any and all lawful purposes;

(10) To engage in such enterprise, business, pursuit, and occupation, and to transact any and all of the business of the corporation not only in the State of Oregon but anywhere outside of said state, and in any part of the world, as may be deemed convenient or desirable, and to have one or more offices outside of the State of Oregon; and generally to do everything necessary or appropriate for the transaction of the business of the corporation, and anything and everything which a natural person may lawfully do in connection with any of the foregoing, and with all of the powers and authority now or hereafter conferred by law upon private corporations.

ARTICLE III.

The place where this corporation shall have its principal office and place of business is the City of Portland, in the County of Multnomah, State of Oregon.

ARTICLE IV.

The total number of authorized shares of stock of this corporation having a par value shall be 2000 shares, and the par value of each such share shall be \$100.00, all of which shares shall be preferred stock of the same class; and the total number of authorized shares of stock of this corporation without a nominal or par value shall be 75,000 shares, all of which shares without a nominal or par value shall be common stock of the same class; and the distinguishing characteristics, preferences, rights, privileges and restrictions of such preferred stock and such common stock, respectively, shall be as follows:

(a) The preferred stock shall be entitled in preference and priority to the common stock to dividends, payable quarterly on the first days of January, April, July and October of each year, if and when declared by the board of directors, which dividends shall be computed at the rate of seven per centum per annum and shall be cumulative from July 1, 1927, or from the date of issuance of such preferred stock if issued after July 1, 1927; and no dividends shall at any time be paid or set apart for payment on the common stock, unless the full amount of such cumulative dividends, so computed to the close of the current quarterly dividend period, shall have first been paid or set apart for payment on the preferred stock; and upon the liquidation of the corporation or other distribution of its assets and capital, whether voluntary or involuntary, the preferred stock shall have preference and priority over the common stock to the extent of the par value of the preferred stock, plus the amount of any unpaid cumulative dividends thereon, computed as aforesaid; but the preferred stock shall not be entitled to any dividends in excess of seven per centum per annum, cumulative as aforesaid, or to any amount upon the liquidation or distribution of the assets and capital in excess of the par value of

such preferred stock, plus the amount of any such unpaid dividends thereon; and the common stock shall be entitled to all other dividends which may be declared by the board of directors, and to all other assets and capital of the corporation in the event of such liquidation or distribution;

(b) The preferred stock may be redeemed in its entirety by the corporation at any quarterly dividend date, with the approval of the holders of a majority of the common stock then issued and outstanding, upon payment of one hundred ten (110) per centum of the par value of said preferred stock, together with the amount of any unpaid dividends thereon, computed as aforesaid to the date fixed for such redemption. Notice of intention so to redeem the preferred stock shall be mailed at least thirty (30) days prior to such redemption date to each record holder of preferred stock at the post office address last supplied by such stockholder to the corporation. At the time and place specified in such notice, the corporation shall pay such redemption price in cash to each record holder of preferred stock upon the surrender of the certificate or certificates therefor duly endorsed, and thereafter all shares of preferred stock represented by certificates not so surrendered shall cease to enjoy any rights or privileges as shares of the capital stock of the corporation, except the right in the record holders thereof to receive such redemption price, without interest or further dividends, upon the surrender to the corporation of the certificates for such stock duly endorsed. All of such preferred stock so surrendered and redeemed shall be canceled and retired, and shall not be re-issued;

(c) Each share of stock in the corporation, preferred or common, shall have full voting powers and rights equally with each other share of stock of the corporation, except that the shares of preferred stock shall have no voting powers or rights upon or in respect of any proposal to redeem the preferred stock, as authorized by subdivision (b) of this Article IV;

(d) No holder of any shares of stock of this corporation shall be entitled as of right to purchase or subscribe for any share of unissued

stock of this corporation, whether authorized by these or by any other supplementary or amended articles hereafter adopted, or by any increase in the capital stock or in the authorized number of shares thereof; but any and all such shares of stock may be disposed of to such persons, firms and corporations, and upon such terms, as the board of directors of the corporation may determine in its discretion, without first offering the same or any thereof to the stockholders then of record or to any class of stockholders, on the same terms or on any terms;

(e) Any and all shares of common stock without nominal or par value, which this corporation may from time to time be authorized to issue under or by virtue of these or any other supplementary or amended articles hereafter adopted, or upon any increase in the authorized number of such shares of common stock without nominal or par value, may be issued and disposed of by the corporation for such lawful consideration as may be prescribed by the board of directors from time to time; and authority so to prescribe such consideration is hereby granted to and vested in the board of directors.

ARTICLE V.

The amount of capital with which this corporation began business is the sum of Fifty Thousand Dollars (\$50,000).

ARTICLE VI.

A director of this corporation shall not be disqualified by his office from contracting with the corporation, either as vendor, purchaser or otherwise, nor shall any such contract or any contract or arrangement entered into by or on behalf of the corporation in which any director shall be in any way interested, be avoided on that account or by reason of the fact that any firm of which such director is a member or any corporation in which such director is a shareholder or a director shall be interested therein; provided such contract shall have been ratified or approved by a vote in favor of such ratification or approval of a majority of a quorum of the board of directors without counting in such majority or quorum any person so interested in such contract or arrangement, or shall have been ratified or approved by the affirmative vote of a majority of the shares of the capital stock of the

corporation having the right to vote; nor shall any director so contracting or so interested be liable to account to the corporation for any profit realized by him from or through any such contract or arrangement so ratified or approved by the board of directors, or ratified or approved by the stockholders in the manner aforesaid.

IN TESTIMONY WHEREOF, said Electrical Products Corporation of Oregon has caused these presents, executed in triplicate, to be signed in its name by its President and its Secretary, and its corporate seal to be hereunto affixed, and the said E. V. Hauser, Jr., David T. Honeyman, Cameron Squires, Guy W. Talbot and J. C. Zancker, being all of the directors of said corporation as aforesaid, have hereunto set their hands and seals, this 11th day of February, 1929.

ELECTRICAL PRODUCTS CORPORATION OF OREGON

By

Lauren Squires
President

By

John A. Laing
Secretary.

ATTEST:

John A. Laing
Secretary

E. V. Hauser Jr. (SEAL)

David T. Honeyman (SEAL)

Lauren Squires (SEAL)

Guy W. Talbot (SEAL)

J. C. Zancker (SEAL)

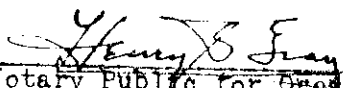
Directors.

STATE OF OREGON)
 : ss.
County of Multnomah)

On this 11th day of February, 1929, before me, the undersigned, a Notary Public in and for said county and state, personally appeared Cameron Squires and John A. Laing, to me personally known, who, being each duly sworn, on oath did say: that he, the said Cameron Squires is the President, and that he, the said John A. Laing, is the Secretary of Electrical Products Corporation of Oregon, the corporation which executed and whose name is subscribed to the foregoing instrument entitled "Supplementary or Amended Articles of Incorporation"; that the seal affixed to the said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors; and said Cameron Squires and John A. Laing, as such President and Secretary, respectively, acknowledged said instrument to be the free act and deed of said corporation;

And at the same time and place personally appeared before me E. V. Hauser, Jr., David T. Honeyman, Cameron Squires, Guy W. Talbot and J. C. Zancker, to me personally known, and known to me to be the identical individuals described in and who executed the foregoing instrument, and who are known to me to be the directors of Electrical Products Corporation of Oregon; and they acknowledged to me that they executed said instrument for the uses and purposes therein mentioned.

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


Notary Public for Oregon
My commission expires:
September 14, 1932