

# 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

#### WINSLOW CONSTRUCTION, INC.

a corporation duly organized and existing under the laws of **Montana** 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 **Twenty-sixth** day of **May** 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-sixth** day of **May** 19 **64**, a designation of **A. H. Christiansen** in the County of **Clark** 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.

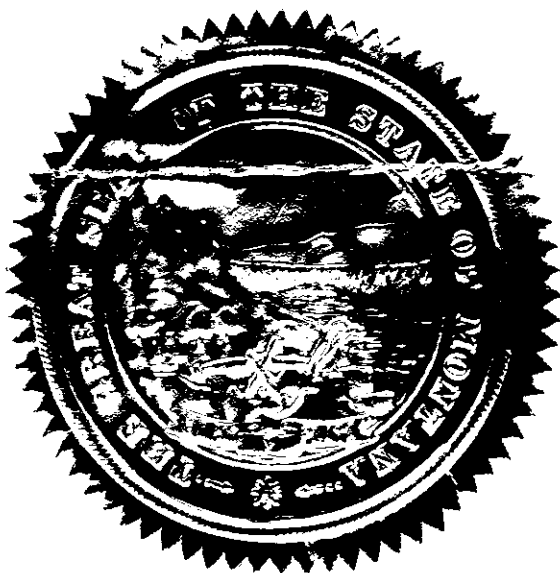
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **26th** day of **May**, A.D. 19**64**.

Secretary of State.



I, Frank Murray, Secretary of State of the State of Montana,  
do hereby certify that the annexed is a full, true and correct copy of  
Articles of Incorporation of  
WINSLOW CONSTRUCTION, INC.

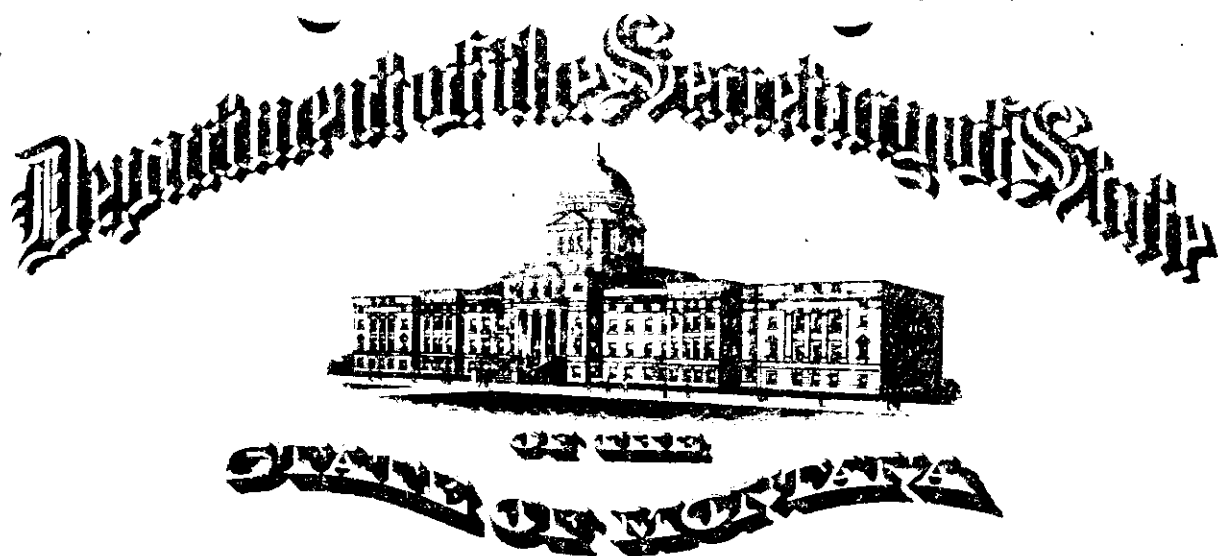
as received and filed in this office on the fifteenth  
day of July A. D. 1960, at the hour of 8:00  
o'clock A. M.



IN WITNESS WHEREOF, I have here-  
unto set my hand and affixed the Great Seal  
of the State of Montana, at Helena, the  
Capital, this 25 day of May  
A. D. 1964

By

*Frank Murray*  
FRANK MURRAY  
Secretary of State  
*Gail M. DeWalt*  
GAIL M. DeWALT  
Chief Deputy



## Be It Known That

WINSLOW CONSTRUCTION, INC.

In accordance with the provisions of the laws of the State of Montana on the  
 thirteenth day of July A. D. 1960,  
 caused its Articles of Incorporation to be filed in the office of the County Clerk  
 of Jefferson County, State of Montana, in which  
 county the principal place of business of said company is to be located.

NOW, THEREFORE, I, Frank Murray, Secretary of State of the State of  
 Montana, do hereby certify that a copy of the Articles of Incorporation of

WINSLOW CONSTRUCTION, INC.

certified by the County Clerk of the aforesaid County, and containing the re-  
 quired statement of facts prescribed by law has been filed in this office, and that  
 such corporation is a body politic and corporate, and is authorized to do business  
 in the State of Montana for a term of forty years from the date of  
 this certificate.

WITNESS my official Signature hereunto  
 subscribed and the Great Seal of the State  
 of Montana, hereunto affixed this

15th day of July

in the year one thousand nine hundred  
 and sixty.

(Seal)

(SEAL)

*Frank Murray*

FRANK MURRAY

Secretary of State

By

*Gail M. Dewalt*  
 Gail M. Dewalt  
 Chief Deputy

ARTICLES OF INCORPORATION OF  
WINSLOW CONSTRUCTION, INC.

WE, the undersigned, ROY H. WINSLOW, ROY H. WINSLOW, JR., and MARTHA WINSLOW, do by these presents, pursuant to and in conformity with the Civil Code of the State of Montana, and acts amendatory thereof and supplementary thereto, associate ourselves together, and do hereby adopt the following Articles of Incorporation:-

1. The corporate name of said corporation shall be and is hereby declared to be:-

WINSLOW CONSTRUCTION, INC.

2. The purposes and objects for which this corporation is formed are as follows, to-wit:-

(a) To engage in the business of earth moving, road, bridge, canal, building and all other construction of every kind and nature, and all and every type of hauling in connection with such construction.

(b) To purchase, exchange, sell or otherwise acquire and dispose of any and all types of construction equipment, or equipment used in any manner in connection with or incidental to any and all types of construction.

(c) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of or turn to account or deal with all or any part of the property of said corporation, and from time to time vary any investment or employment of capital of the corporation.

(d) To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every nature and description, including both real and personal property.

(e) To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds,

without limit as to amount, and to secure the same as may seem desirable; and generally to make and perform agreements and contracts of every kind and nature.

(f) To enter into any kind of contract or agreement, cooperative or profit sharing plan, with its officers or employees that the corporation may deem advantageous or expedient, and to pay or reward such persons for their services as the directors may see fit.

(g) To acquire land by purchase, lease, option, gift or in any other lawful manner to be used in connection with said business, and to erect such buildings and other structures as may be necessary to properly conduct said business, and to install fixtures and equipment of every kind in such buildings or structures owned or leased by the corporation.

(h) To acquire in any lawful manner and to dispose of in any lawful manner any and all types of motor vehicles used in connection with said business, including passenger cars, house trailers or other trailers, portable shops, and all and every kind of tools and equipment for use in said business.

(i) To acquire by purchase, subscription or otherwise, and to hold as an investment or otherwise, and to use, sign, sell, transfer, mortgage, pledge, or otherwise deal with or dispose of stocks, bonds and other obligations and securities of itself and of other corporations; to merge or consolidate with any other corporation in such manner as may be permitted by law, and while the owner of any such stocks, bonds or other obligations or interests to exercise any and all voting powers and rights thereon permitted by law, and generally to deal with such stocks, bonds, securities and obligations in all respects as a natural person might do.

(j) To do all and every thing necessary, suitable and proper for the accomplishment of any of the purposes herein set forth, or the attainment of any of the objects, or the

furtherance of any of the powers herein set forth, either alone or in association with other corporations, firms or individuals, or under the direction of any other corporations, firms, or individuals, and to do every other act and thing incidental to or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, providing the same not be inconsistent with or contrary to the laws under which this corporation is organized.

(k) The business or purpose of the corporation is from time to time to do any one or more of the acts or things hereinbefore enumerated, and it shall have power to conduct and carry on its said business, or any part thereof, and to have one or more offices, and to exercise any and all of its corporate powers and rights in the State of Montana, and in the various other States, territories and dependencies of the United States, in the District of Columbia, and in any and all foreign countries.

3. The foregoing clauses shall be construed as both objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be interpreted as limiting or restricting in any manner the general powers of this corporation.

4. The principal place of business and principal office of the corporation shall be in the Town of Whitehall, County of Jefferson, State of Montana.

5. That the said corporation shall commence its corporate existence upon the filing of these articles in the offices of the County Clerk and Recorder of said Jefferson County, and the Secretary of State of the State of Montana, and shall continue in existence for the term of forty (40) years thereafter.

6. The number of directors who shall manage and control the business of the corporation shall be three (3), and the

names and residences of the first directors who shall manage the business affairs of the said corporation for the first three months, and until their successors are elected and qualified, are:-

ROY H. WINSLOW	Residing at Whitehall, Montana.
ROY H. WINSLOW, JR.	Residing at Whitehall, Montana.
MARTHA WINSLOW	Residing at Whitehall, Montana.

7. The capital stock of the corporation shall be One Hundred Thousand Dollars (\$100,000.00) divided into One Hundred Thousand (100,000) shares of One Dollar (\$1.00) each.

8. That the amount of capital stock actually subscribed for is as follows:

Roy H. Winslow	1 share
Roy H. Winslow, Jr.	1 share
Martha Winslow	1 share

9. That said capital stock shall be and is nonassessable.

IN WITNESS WHEREOF, we have hereunto set our hands and executed these Articles of Incorporation on this 13th day of July, 1960.

\_\_\_\_\_  
Roy H. Winslow

\_\_\_\_\_  
Roy H. Winslow, Jr.

\_\_\_\_\_  
Martha Winslow

STATE OF MONTANA                    )  
County of Jefferson                ) ss.

On this 13th day of July, 1960, before me, John H. Jardine, a Notary Public for the State of Montana, personally appeared ROY H. WINSLOW, ROY H. WINSLOW, JR., and MARTHA WINSLOW, whose names are subscribed to the foregoing Articles of Incorporation as parties thereto, personally known to me to be the persons described in and who executed said Articles, and severally acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal, the day and the year in this certificate first above written.

John H. Jardine  
Notary Public for the State of Montana.  
Residing at Whitehall, Montana.  
My commission expires December 15, 1961.

(Notarial Seal)