

# State of Idaho

## Department of State

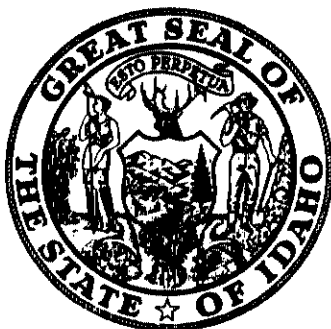
### CERTIFICATE OF INCORPORATION OF

CMT WELDING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: October 2, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

**ARTICLES OF INCORPORATION**

RECEIVED  
SEC. OF STATE

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**KNOW ALL MEN BY THESE PRESENTS:**

THAT WE, the undersigned, natural persons of full age, citizens and residents of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby certify as follows:

**ARTICLE I**

The name of the Corporation shall be **CMT WELDING, INC.**

**ARTICLE II**

The Corporation is formed for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Idaho Code §30-1-1, et seq.

**ARTICLE III**

The duration of the Corporation shall be perpetual.

**ARTICLE IV**

The Corporation is authorized to issue one class of shares, in a total amount of 100 shares, having no par value. Shares of stock of this Corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of this Corporation, in accordance with the duly adopted By-laws of this Corporation.

The Capital stock of this Corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

#### ARTICLE V

The name and address of the initial registered agent and the address of the Corporation shall be:

|                      |   |
|----------------------|---|
| CASSIDY LEE McKINLEY | 154 East 200 South<br>Jerome, Idaho 83338 |
|----------------------|---|

#### ARTICLE VI

The names and addresses of those persons who shall serve as directors of the Corporation until the first annual meeting of shareholders are:

|                      |   |
|----------------------|---|
| CASSIDY LEE McKINLEY | 154 East 200 South<br>Jerome, Idaho 83338 |
|----------------------|---|

|                |   |
|----------------|---|
| PAULA McKINLEY | 154 East 200 South<br>Jerome, Idaho 83338 |
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#### ARTICLE VII

The names and addresses of the Incorporators of this Corporation are the same as the directors named above.

#### ARTICLE VIII

No private property of the stockholders of the Corporation shall be subject to or liable for the payment of corporate debts.

#### ARTICLE IX

By-laws shall be adopted by the Board of Directors, and when so adopted, may thereafter be repealed, amended, or new By-laws adopted by a two-thirds (2/3) vote of the Directors.

ARTICLE X

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these ARTICLES OF INCORPORATION in the manner now or hereafter provided by law, and all rights conferred upon stockholders of this Corporation are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned incorporators of CMT WELDING, INC., have set our hands this 1ST day of OCTOBER, 1992.

Cassidy L McKinley  
CASSIDY LEE MCKINLEY  
Paula McKinley  
PAULA MCKINLEY

STATE OF IDAHO )  
County of Jerome ) ss:

On this 1ST day of OCTOBER, 1992, before me, the undersigned, a Notary Public in and for said County and State, personally appeared CASSIDY LEE MCKINLEY and PAULA MCKINLEY, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed same.

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

Robert Coffey  
NOTARY PUBLIC for Idaho  
Residing at Jerome, Idaho  
Commission expires 3-9-95