



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

CAMPBELL ENGINEERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **CAMPBELL ENGINEERS, INC.** 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 **CAMPBELL ENGINEERS, INC.** to transact business in this State under the name **CAMPBELL ENGINEERS, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 2, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

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 CAMPBELL ENGINEERS, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Washington State

4. The date of its incorporation is November 1, 1978 and the period of its duration
is perpetual
~~is 4 years & 10 months~~

5. The address of its principal office in the state or country under the laws of which it is incorporated is

720 Paulsen Building, Spokane, Washington 99201

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is Lakeshore Drive, Sagle, Idaho

~~P.O. Box 735, Sandpoint, Idaho 83864~~, and the name of its proposed

registered agent in Idaho at that address is Elwin R. Harford

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Consulting Engineering Services

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
L. C. Campbell	President	N. 6924 Argonaut Rd. Spokane, WA 99208
E. R. Harford	Vice President	P.O. Box 735, Sandpoint, ID 83864
E.A. Cook	Secretary/Treas.	E. 14019 - 19th, Veradale, WA 99037

(continued on reverse)

10. 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
5,000	Common	\$10.00 per share

11. 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
2,180	Common	\$10.00 per share

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

13. 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: 9/26/83

CAMPBELL ENGINEERS, INC.

By L. C. Campbell
Its President/Vice President (please specify)
and E. Allen Cook Secretary
Its Secretary/Assistant Secretary (please specify)

STATE OF WASHINGTON)
)ss
COUNTY OF Spokane)

I, Helen Bish, a notary public, do hereby certify that on this 26th day of September, 19 83, personally appeared before me L. C. Campbell, who being by me first duly sworn, declared that he is the President of Campbell Engineers, Inc.

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

Helen Bish

Notary Public

D-283594
FILE NUMBER

10/28/83

DATE



RECEIVED

10. 28. 83

DOMESTIC

CAMPBELL ENGINEERS, INC
CONSULTING ENGINEERS

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal,
hereby certify that

ARTICLES OF INCORPORATION

of CAMPBELL ENGINEERING, INC.
a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain
on file in this office.

I led at request of Paine, Lowe, ...
Coffin, Herman & O'Kelly, Attorneys...
1400 Wash. Trust Financial Center...
Spokane, WA 99204...
Attn: John Huneke...

Filing and recording fee \$

License to June 30, 19

Excess pages @ 25¢ \$

Microfilmed, Roll No.

Page

1451

439 - 446

In witness whereof I have signed and have
affixed the seal of the State of Washington to
this certificate at Olympia, the State Capitol,

November 1, 1978

BRUCE K. CHAPMAN
SECRETARY OF STATE

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FILED

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SECRETARY OF STATE
STATE OF WASHINGTON

(11)

ARTICLES OF INCORPORATION

OF

CAMPBELL ENGINEERING, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, being of legal age and a citizen of the United States of America and the State of Washington, does this day form a corporation under the general laws of the State of Washington, and does hereby make, certify, execute, acknowledge and deliver the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be: CAMPBELL
ENGINEERING, INC.

ARTICLE II.

The general nature of the business of this corporation and the objects and purposes proposed to be transacted, promoted and carried on by the corporation are as follows:

(a) To conduct a general engineering business and in the general practice of engineering in all its branches; and in that capacity to make, conduct, and supervise research, surveys, and investigation into all matters and things in the fields of science and technology; performing professional engineering services and creative work in the consultation, investigation, evaluation, planning, design, drafting and supervision of construction necessary and proper to the practice

of engineering.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, which property may be located either in the United States of America or in a foreign country.

(c) To acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds, or any obligations or securities of any corporation or corporations; and to merge or consolidate with any corporation in such manner as may be provided by law..

(d) To exercise all powers conferred by the State of Washington upon corporations consistent with the provisions of the Corporate Statutes now in effect or hereafter amended.

(e) To indemnify any director or officer or any person who may serve at the corporation's request as an officer or director, for expenses actually or reasonably incurred by such person in connection with the defense of any action, suit or proceeding, civil or criminal, in which he becomes a party by reason of being or having been such director or officer except in such cases where the director or officer is adjudged to be liable for negligence or willful misconduct in the performance of his duties to the corporation.

(f) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and do every act or acts, thing or things incidental or appurtenant to or growing out of or connected with the afore-said business or powers, or any part or parts thereof; and to have and to exercise all the powers conferred by the laws of the State of Washington, as such laws may now be in effect or as they may at any time hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall be in no way limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE III.

A director of this corporation shall not be disqualified by his office from dealing or contracting with this corporation, nor shall any transaction or contract of this corporation be void or voidable by reason of the fact that any director or any firm of which the director is a member or any corporation of which any director is

a shareholder, officer, or director, is in any way interested in such transaction or contract provided that, after such interest shall have been disclosed, such transaction or contract is, or shall be authorized, ratified or approved either (1) by a vote of a majority of a quorum of the Board of Directors without counting in such majority or quorum any director so interested, or any director who is a member of a firm so interested, or a shareholder, officer or director of a corporation so interested, or (2) by the written consent, or by a vote at any stockholders' meeting of the holders of record of a majority of all the outstanding shares of stock of this corporation entitled to vote; nor shall any director be liable to account to this corporation for any profits realized from such transaction or contract, authorized, ratified or approved as aforesaid.

ARTICLE IV.

The corporation shall have perpetual existence.

ARTICLE V.

The registered office of the corporation shall be the office of the company at 305 Columbia Building, Spokane, Washington 99204, and the registered agent of this corporation shall be L. C. Campbell.

ARTICLE VI.

The authorized capital stock of this corporation shall be \$50,000 consisting of 5,000 shares of capital stock having a par

value of \$10 per share. No shareholder shall be entitled as of right to purchase or subscribe for any shares of this corporation authorized but unissued at this time or for any shares, debentures, bonds, or other certificates of indebtedness of whatever kind and nature which may hereafter be authorized and issued.

ARTICLE VII.

The corporation shall not commence business until it shall have received consideration having a value of at least Five Hundred Dollars (\$500) for the issuance of its shares.

ARTICLE VIII.

The management of this corporation shall be vested in a Board of Directors, which Board shall not be less than three (3) in number, and the number, qualifications, compensation, terms of office, manner of election, time and place of meeting, powers and duties of the directors shall be such as are prescribed by the Bylaws of this corporation. The authority to make Bylaws for the corporation is hereby expressly vested in the Board of Directors of this corporation, and said Board may adopt, alter, amend or repeal such Bylaws and provisions for the regulation and management of the affairs of the corporation as shall be consistent with the laws of the State of Washington and these Articles of Incorporation.

ARTICLE IX.

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation

in the manner now or hereafter prescribed by statute, and all rights conferred on the stockholders herein are granted subject to this reservation.

ARTICLE X.

The names and post office addresses of the directors who shall first manage the affairs of this corporation are as follows:

<u>Name</u>	<u>Post Office Address</u>
L. C. Campbell	305 Columbia Building Spokane, WA 99204
Elwin R. Harford	Box 735 Sandpoint, ID 83864
E. Allen Cook	E. 1409 - 19th Veradale, WA 99037
Sammie M. Boydston, Jr.	N. 3308 Helena Spokane, WA 99207

and each of said directors shall hold office until November 15th, 1979, or until his successor has been elected and qualified in the manner prescribed by law.

ARTICLE XI.

L. C. Campbell shall be the incorporator of this corporation.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand this 24 day of October, 1978.

L. C. Campbell

STATE OF WASHINGTON)
County of Spokane) ss.

I, the undersigned, a Notary Public in and for the above named County and State, do hereby certify that on the 24 day of October, 1978, personally appeared before me L. C. CAMPBELL, to me known to be the individual and incorporator described in and who executed the foregoing instrument, and acknowledged that he signed and sealed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year
last above written.

John H. Hume
Notary Public in and for the State of
Washington, Residing at Spokane

D-283394
FILE NUMBER

Nov 2 8 48 AM '83

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10. 28. 83

DOMESTIC

CAMPBELL ENGINEERS, INC.
CONSULTING ENGINEERS

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal,
hereby certify that

AMENDED

ARTICLES OF INCORPORATION

of CAMPBELL ENGINEERING, INC.
a domestic corporation of Spokane Washington,
(Changing name to CAMPBELL ENGINEERS, INC.)

was filed for record in this office on this date, and I further certify that such Articles remain
on file in this office.

Filed at request of _____
Paine, Lowe, Coffin, Herman & O'Kelley
1400 Washington Trust Financial Center
Spokane, Washington 99204
Attn: John Huneke

Filing and recording fee \$ _____

License to June 30, 19 _____ \$ _____

Excess pages @ 25¢ \$ _____

Microfilmed, Roll No. 1461

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In witness whereof I have signed and have
affixed the seal of the State of Washington to
this certificate at Olympia, the State Capitol,
January 19, 1979

BRUCE K. CHAPMAN
SECRETARY OF STATE

FILED

JAN 19 1979

ARTICLES OF AMENDMENT
OF
CAMPBELL ENGINEERING, INC.

Articles of Amendment are herein executed by the Corporation pursuant to statute as follows:

1. The original name of the corporation, is CAMPBELL ENGINEERING, INC.
2. The amendment to the Articles of Incorporation is as follows:

"ARTICLE I.

"The name of the corporation shall be: CAMPBELL ENGINEERS, INC."

3. The amendment by the shareholders was passed at a regular meeting of the corporation held January 8th, 1979.

4. The incorporator, all directors and shareholders, voted unanimously to adopt the amendment.

DATED January 18, 1979.

L. C. Campbell
President

William N. Stephens
Secretary

STATE OF WASHINGTON)
: ss.
County of Spokane)

L. C. CAMPBELL, being first duly sworn on oath, deposes and says: I am the President of the above corporation and authorized to make this verification for and on its behalf; that I have read the above and foregoing Articles of Amendment, know the contents thereof and believe the same to be true.

Subscribed and sworn to before me this 18 day of January, 1979.

Stanley H. Hume
Notary Public in and for the State of Washington, Residing at Spokane