



Department of State.

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

PETE T. CENARRUSA
~~1977/1/1/1977~~

PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

a corporation duly organized and existing under the laws of **ENGINEERING CORPORATION OF AMERICA** has fully complied with Section 10 Article II of the Constitution, and with Sections **Arizona** 30-501 and 30-502, Idaho Code, by filing in this office on the _____ day of _____ 19 **23rd** **May**, a properly authenticated copy of its articles of incorporation, and on the **68** day of _____ 19 **68**, a designation of _____ **23rd** in the County of **Ada** **May** 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.

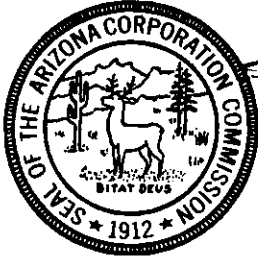
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **23rd** day of **May**, A.D., 19 **68**.

Pete T. Cenarrusa
Secretary of State

Corporation Clerk

STATE OF ARIZONA

Corporation Commission



To all to Whom these Presents shall Come, Greeting:

I, GEORGE S. LIVERMORE, SECRETARY OF THE ARIZONA CORPORATION COMMISSION, DO HEREBY CERTIFY THAT the annexed is a true and complete copy of the ARTICLES OF INCORPORATION of ENGINEERING CORPORATION OF AMERICA, which were filed in the office of the Arizona Corporation Commission on the 8th day of October, 1955, and AMENDMENTS filed thereto, on the 10th day of September, 1956, and on the 1st day of February, 1962, as provided by law.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 3rd DAY OF May, 1968

BY George S. Livermore
SECRETARY,

ASSISTANT SECRETARY

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ARTICLE OF INCORPORATION

OF

ENGINEERING CORPORATION OF AMERICA

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Arizona, and to that end do hereby adopt articles of incorporation as follows:

ARTICLE I.

The names, residences, and post office addresses of the incorporators are as follows:

Keith W. Hubbard
2128 West Mulberry Drive
Phoenix, Arizona

R. Wadsworth, Jr.
902 West State Avenue
Phoenix, Arizona

Viola Hubbard
2128 West Mulberry Drive
Phoenix, Arizona

The name of this corporation shall be Engineering Corporation of America.

The principal place of business of this corporation shall be at Phoenix, in the County of Maricopa, State of Arizona.

ARTICLE II.

The general nature of the business proposed to be transacted by this corporation is to carry on the trade or business of general engineering. To purchase or otherwise acquire any lands, houses, offices, workshops, buildings, premises, machinery, tools, engines, implements and stock in trade of an engineer. To enter into any contracts in relation to any work to be done by engineers; to borrow money and execute mortgages or deeds of trust upon real estate or personal property as

1 elected annually by the stockholders at a meeting held on the
2 1st day of October, of each year, and shall hold office until
3 their successors are elected and have qualified. Until the first
4 election of directors, and until their successors are elected and
5 have qualified, the following named persons shall serve as
6 directors of this corporation, to-wit:

7 Keith W. Hubbard, R. Wadsworth Jr.,
8 and Viola Hubbard

9 ARTICLE VI.

10 The highest amount of indebtedness or liability, direct
11 or contingent, to which this corporation may at any time subject
12 itself shall be Sixty Six Thousand Dollars (\$66,000.00).

13 ARTICLE VII.

14 Kent A. Blake, having been a bona fide resident of
15 Phoenix, Maricopa County, Arizona, for more than three (3)
16 years, is hereby appointed and made the lawful agent for and in
17 behalf of this corporation in and for the State of Arizona to
18 accept and acknowledge service of, and upon whom may be served,
19 all necessary process or processes in any action, suit or
20 proceeding that may be had or brought against the said
21 corporation in any of the Courts of said State of Arizona;
22 such service of process or of notice, or the acceptance there
23 by him endorsed thereon, is to have the same effect and force as
24 if served upon the president and secretary of the company.

25 ARTICLE VIII.

26 The private property of the stockholders of this
27 corporation shall be exempt from liability for its debts and
28 obligations.

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IN WITNESS WHEREOF, we have hereunto set our hands and
seals this 7th day of October, 1955.

Keith W. Hubbard
Keith W. Hubbard

R. Wadsworth, Jr.
R. Wadsworth, Jr.

Viola Hubbard
Viola Hubbard

STATE OF ARIZONA)
) ss
County of Maricopa)

This instrument was acknowledged before me this 7th day
of October, 1955, by Keith W. Hubbard, R. Wadsworth, Jr. and
Viola Hubbard.

Kent A. Blake
NOTARY PUBLIC

My Commission Expires:

1-20-57

AMENDMENT TO ARTICLES OF INCORPORATION
OF
ENGINEERING CORPORATION OF AMERICA

KNOW ALL MEN BY THESE PRESENTS:

That at a meeting of the stockholders of ENGINEERING CORPORATION OF AMERICA called for that purpose and held at Phoenix, Arizona, on the 7th day of August, 1956, and after notice was given as required by law, Article III of the Articles of Incorporation of Engineering Corporation of America were amended by unanimous vote of the stockholders of the corporation to read as follows:

ARTICLE III

The authorized amount of capital stock of this corporation shall be Two Hundred Thousand Dollars (\$200,000) divided into One Hundred Thousand Shares (100,000) of common voting stock with a par value of One Dollar (\$1.00) each, and One Hundred Thousand Shares (100,000) of common non-voting stock with a par value of \$1.00 each. Said capital stock shall be paid in at such times and upon such conditions as the Board of Directors may by resolution direct; either in cash or by services rendered to the corporation or by real or personal property transferred to it. Shares of stock when issued to the exchange for services or property pursuant to a resolution of the Board of Directors shall thereupon become and be fully paid up the same as though paid for in cash at par and shall be nonaccessable forever and the determination of the Board of Directors as to the value of any property or services received by the corporation in exchange for stock shall be conclusive.

DATED at Phoenix, Arizona, this 30 day of August, 1956.

ENGINEERING CORPORATION OF AMERICA

By: Frank W. Hubbard
President

ATTEST:


Walter Hubbard
Secretary

46929

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA

On this 30 day of August, 1956
before me, the undersigned Notary Public, personally appeared
Keith W. Hubbard and Viola Hubbard who acknowledged them-
selves to be the president and secretary respectively of
Engineering Corporation of America, a corporation, and they
acknowledged to me that they, as such president and secretary,
being authorized so to do, executed the foregoing instrument
for the purposes therein contained by signing the name of the
corporation by themselves as president and secretary.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.


Notary Public

My commission expires:

1-20-57

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ENGINEERING CORPORATION OF AMERICA

KNOW ALL MEN BY THESE PRESENTS:

That at a meeting of the stockholders of ENGINEERING CORPORATION OF AMERICA called for that purpose and held at Phoenix, Arizona, on the 17th day of January, 1962, and after notice was given as required by law, Article III and Article VI of the Articles of Incorporation of Engineering Corporation of America were amended by unanimous vote of the stockholders of the Corporation to read as follows:

ARTICLE III.

The authorized amount of capital stock of this Corporation shall be Two Million Dollars (\$2,000,000.00), divided into One Million (1,000,000) shares of common voting stock with a par value of One Dollar (\$1.00) each, and One Million (1,000,000) shares of common non-voting stock with a par value of One Dollar (\$1.00) each. Said capital stock shall be paid for at such times and upon such conditions as the Board of Directors may by resolution direct; either in cash or by services rendered to the Corporation or by real or personal property transferred to it. Shares of stock, when issued in exchange for services or property pursuant to a resolution by the Board of Directors, shall thereupon become and be fully paid up the same as though paid for in cash at par and shall

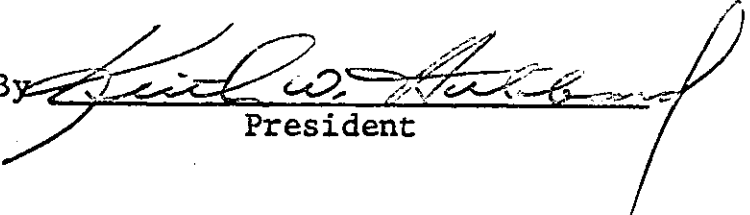
be non-accessable forever, and the determination of the Board of Directors as to the value of any property or services received by the Corporation in exchange for stock shall be conclusive.

ARTICLE VI.

The highest amount of indebtedness or liability, direct or contingent, to which this Corporation may at any time subject itself shall be Six Hundred Sixty Thousand Dollars (\$660,000.00).

DATED at Phoenix, Arizona, this 17th day of
January, 1962.

ENGINEERING CORPORATION OF AMERICA

By 
President

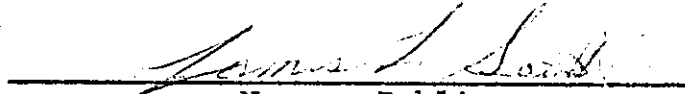
ATTEST:


Secretary

STATE OF ARIZONA)
)
COUNTY OF MARICOPA) ss:

On this 17th day of January, 1962, before me, the undersigned Notary Public, personally appeared KEITH W. HUBBARD and BURKE PETERSON, who acknowledged themselves to be the President and Secretary, respectively, of Engineering Corporation of America, an Arizona corporation, and they acknowledged to me that they, as such President and Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Corporation by themselves as President and Secretary.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

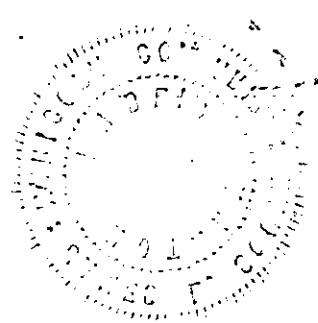


Notary Public

My commission expires:
My Commission Expires Feb. 5, 1965

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ARIZONA POST OFFICE
H 6929
REQUIREMENTS



FEB 1 1962

At 1:15 P.M.
Finnimore, Craig, Allen & McClellan
Address 900 1st Falls Bank Bldg.
Phoenix, Arizona
By May S. O'Brien
FRANCO

R. 146279