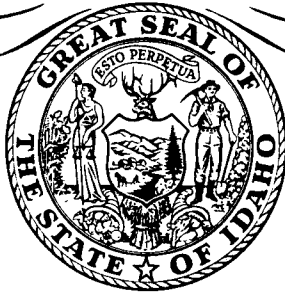


# State of Idaho



## 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

#### DEE CORPORATION

a corporation duly organized and existing under the laws of **Alaska** 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 **Eighth** day of **June**, 19 **65**, a properly authenticated copy of its articles of incorporation, and on the **Eighth** day of **June**, 19 **65**, a designation of **S. Del Low** 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 **8th** day of **June**, A.D. 19 **65**.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

# State of Alaska

Department of Commerce

Juneau

## CERTIFICATE

The undersigned, as Commissioner of Commerce, of the State of Alaska, and custodian of corporation records for said State, hereby certifies that he has compared the annexed copy of Articles of Incorporation of

DEE CORPORATION

a corporation organized under the laws of the State of Alaska, with those on file in this office, and that the same is a full, true and correct copy of said Articles of Incorporation as filed in this office. \_\_\_\_\_



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Juneau, the Capital, this

3rd day of June A.D. 1965

*E. N. Courtney*  
E. N. COURTNEY

COMMISSIONER OF COMMERCE

# ARTICLES OF INCORPORATION

OF

DEE CORPORATION

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each being of lawful age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation, pursuant to the laws of the Territory of Alaska, and in conformity therewith, we hereby declare:

FIRST: That the name of said corporation shall be "DEE CORPORATION".

SECOND: That the purposes for which said corporation is formed are:

(a) To engage in the acquisition, construction and ownership of land and commercial buildings of all types.

(b) To buy, sell, lease and otherwise deal in such structures and lands, both within and without the Territory of Alaska.

(c) This corporation shall also have the power to carry on the business of manufacturers and dealers in all kinds of machinery, appliances and plants and particularly those incident or necessary to the businesses which this corporation has power to engage in; and to buy, sell, manufacture, repair, alter, let, or hire and deal in all such machinery, appliances and plants, to carry on any other business which may seem to the corporation capable of being conveniently carried on in connection with the powers or calculated directly or indirectly to enhance the value of the corporation's property or rights; to purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise deal in shares of capital stock of this or any other corporation or corporations created under the laws of this territory, or under the laws of any other state or country, and to exercise all the rights, powers and privileges, including the right to vote thereon, except on the stock of this corporation, which natural persons might, could or would exercise; to purchase, acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any securities or evidences of debt created by this or any other corporation of this territory, or any other territory, state or country or created by any individual or individuals in the same manner and to the same extent as natural persons might, could or would do; to acquire the good will, rights, property, and assets of all kinds, and to undertake the whole or any part of the liabilities of any person, firm, association, or corporation, engaged in a similar line of business, and to pay for the same in cash, stock, bonds, debentures or other securities of this or any other corporation, or otherwise; to issue debenture bonds and bonds secured by mortgage or mortgages upon the property of said

corporation or otherwise and to sell or pledge the same; to borrow money, make and issue promissory notes, bonds, debentures and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise; to purchase and invest in, receive and sell as principal or agent, debenture bonds or bonds secured by mortgage or mortgages upon the property and franchise of other corporations and of persons; to promote, finance, aid and assist financially or otherwise, any corporation or association formed under the laws of the United States of any state, territory, colony or possession thereof, or of the District of Columbia, or of any foreign country, of which or of whom this corporation has any interest of any nature, or with which or with whom it has business dealings; and in connection therewith to guarantee or become surety for the performance of or assume any undertaking or obligation, or the payment of principal of or interest on obligations and dividends on stock or other payments whatsoever, and by endorsement or otherwise to guarantee the payments of principal of and interest on bonds, debentures, notes, drafts and other securities, evidences of indebtedness and obligations; and to aid in any manner any corporation or association or any firm or individual, of which this corporation is a creditor, or of which stock, voting trust, certificates, bonds, mortgages, debentures, notes, drafts, or other securities, evidences of indebtedness, certificates of interest or obligations are held or owned by this corporation, and generally to do any acts or things designed to protect, preserve, improve or enhance the value of any such stock, voting trust certificates, bonds, mortgages, debentures, notes, drafts or other securities, evidences of indebtedness, certificates of interest or obligations; to acquire, purchase, lease, exchange, hire, or otherwise deal in lands or any interest therein; to erect, construct, alter, maintain and improve houses, buildings or works of every description on any lands of the corporation or upon any other lands, and rebuild, alter, improve and remove existing buildings or works thereon, necessary or convenient for the carrying on of the business of said corporation, to sell, lease, mortgage, or otherwise dispose of, operate, or utilize the lands, houses, buildings and other property of the corporation; to undertake the management and sale of all property, buildings and lands of the corporation or otherwise; to apply for, obtain, register, purchase and introduce and to sell, assign or otherwise to dispose of formulas, secret processes, distinctive marks, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere or otherwise; to issue, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade-names, trade-marks, copyrights, patents, licenses, concessions, processes and the like, or any such property or rights; to make and enter into contracts pertaining to the corporations' business with any individual, firm, association, corporation, private, public or municipal body politic, and with the government of the United States, or of any state, territory or colony thereof, or any other country and to do and transact all acts, business, and things incidental to or relating to or convenient in the above things, as principals, agents, or directors, and by or through agents and either alone or in conjunction with others; to remunerate any person or persons or corporations for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any debentures, stocks, bonds, or other securities of this or any other corporation; to have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real property and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state,

district, territory or colony, country, and in general to carry on business in connection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporation laws of the Territory of Alaska, but nothing herein shall be construed as an attempt to secure powers not properly obtainable by corporations organized under the laws of the Territory of Alaska.

The foregoing clauses shall be construed as both purposes and powers and the matters expressed in each clause shall, except as otherwise expressly provided, be in no wise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of the corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed.

THIRD: The offices of the corporation shall be at Anchorage, Alaska.

FOURTH: That the duration of this corporation shall be unlimited.

FIFTH: That the highest amount of indebtedness or liability to which said corporation shall be at all times subject shall be Five Million Dollars (\$5,000,000.00).

SIXTH: That the persons forming this corporation, or incorporators, together with their addresses, are:

<u>INCORPORATORS</u>	<u>ADDRESS</u>
JOHN S. HELLENTHAL	P.O. Box 941, Anchorage, Alaska
VERNE O. MARTIN	P.O. Box 941, Anchorage, Alaska
A. R. BECKMAN	P.O. Box 941, Anchorage, Alaska

SEVENTH: That the number of directors of said corporation shall be three (3); by appropriate by-law, such number may be changed, providing that in no event shall the Board consist of more than ten (10) directors or fewer than three (3); the directors and the stockholders shall be permitted to hold both regular and special meetings, both within the Territory of Alaska and elsewhere, in accordance with such by-laws as the corporation may adopt; that the names and addresses of the persons who are selected to serve as directors for the first year, or until their successors are elected and qualified, all of whom are actual residents of the Territory of Alaska, are as follows:

<u>DIRECTORS</u>	<u>ADDRESS</u>
JOHN S. HELLENTHAL	P.O. Box 941, Anchorage, Alaska
VERNE O. MARTIN	P.O. Box 941, Anchorage, Alaska
A. R. BECKMAN	P.O. Box 941, Anchorage, Alaska

EIGHTH: That the corporation shall be authorized to issue 100,000 shares of capital stock, each share having a par value of One Dollar (\$1.00); thus the total authorized capitalization of said corporation shall be One Hundred Thousand Dollars (\$100,000.00). Said stock may be issued from time to time upon such terms and for such consideration as the board of directors may then fix.

IN WITNESS WHEREOF, the incorporators herein named have hereunto set their hands and seals this 25th day of September, 1952.

John S. Hellenthal  
John S. Hellenthal

Verne O. Martin  
Verne O. Martin

A. R. Beckman  
A. R. Beckman

UNITED STATES OF AMERICA )  
TERRITORY OF ALASKA ) ss.

Before the undersigned, a Notary Public in and for the Territory of Alaska, duly commissioned, qualified and sworn as such Notary Public, this day personally appeared, at Anchorage, Alaska, JOHN S. HELLENTHAL, VERNE O. MARTIN, and A. R. BECKMAN, each to me personally known, and known to me to be the persons described in and who executed the above instrument, and they and each of them, respectively, acknowledged to me that they executed said instrument freely and voluntarily, with knowledge of its contents, for the uses and purposes therein mentioned.

WITNESS my hand and Notarial Seal this 25th day of September, 1952.

RHC #15  
Notary Public in and for Alaska  
My Commission Expires: 10/7/55