

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

M. F. CASTLE CO.

a corporation duly organized and existing under the laws of **Washington** 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 **6th** day of **November**, **1957**, a properly authenticated copy of its articles of incorporation, and on the **6th** day of **November** 19 **57**, a designation of **Mrs. L. M. Smith** in the County of **Kootenai** 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 **6th** day of **November**, A.D. 19 **57**.

Secretary of State.

United States of America
State of Washington

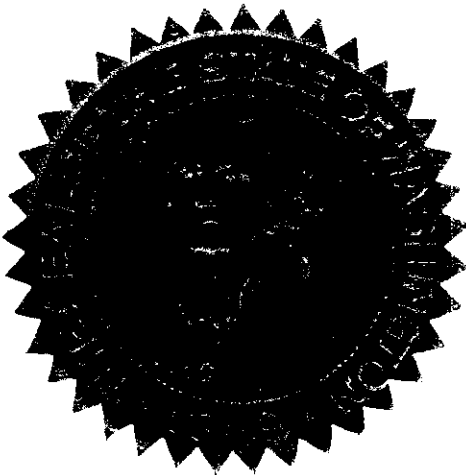
DEPARTMENT



OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME

I, VIC MEYERS, Secretary of State of the State of Washington and custodian of the Seal of said State, do hereby certify that the annexed is a true and correct copy of the Articles of Incorporation of M. F. CASTLE CO., as received and filed in this office on September 5, 1957; and I further certify that the above named corporation is in good standing with all annual license fees paid to July 1, 1958.



In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia,
this 14th day of October A.D. 1957

Vic A. Meyers

Secretary of State

Walter Chapman

Assistant Secretary of State

APPROVED
AND FILED

SEP 5 - 1957

VICTOR A. MEYERS
SECRETARY OF STATE

BY *[Signature]*
ASSISTANT SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

M. F. CASTLE CO.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, MARION F. CASTLE, RUTH E. CASTLE and CALVIN C. CARPENTER, all of whom are natural persons of full age and citizens 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 Washington; and, in pursuance thereof, we hereby adopt, sign and acknowledge in triplicate the following:

ARTICLES OF INCORPORATION

I.

The name of this corporation shall be "M. F. Castle Co."

II.

The purposes for which this corporation is organized and founded are as follows:

- 1) To own and otherwise acquire and to operate, manage, conduct and engage in a general contracting and construction business without any limitation whatsoever, as long as such business shall not be contrary to law.
- 2) To purchase or otherwise acquire and hold or maintain, work, develop, sell, assign, transfer, lease, rent, exchange, convey, mortgage, pledge, or otherwise dispose of or deal in lands and leaseholds, and any interest, estate, and/or rights in real, personal and/or mixed property of every kind and description.
- 3) To build, construct, own, manage, operate, lease, rent and sell buildings of any and every kind, including store buildings, manufacturing plants, processing plants, and any other kind and type of building or improvement upon real estate or any kind or type of personal property used in connection with the

corporate business which the board of directors deems advisable in the furtherance of lawful corporate business.

4) To use and permit the use of any and all property or property rights owned in any manner whatsoever by the corporation for any lawful purposes or purposes which the Board of Directors believes to be in the best interests of the corporation.

5) To purchase or otherwise acquire the whole or any part of the business, good will, rights, property and assets, and to assume or undertake or guarantee the whole or any part of the liabilities of any person, partnership, association, or corporation or cooperative as a going concern, or otherwise; and to pay the same in cash, notes, stocks, debentures, or other securities of this corporation, or otherwise, in any manner permitted by law.

6) To borrow money, contract debts, issue and dispose of its obligations secured or unsecured, for any amount, and to mortgage and/or pledge all or any part of its property to secure the payment and/or performance of any of its contracts or obligations, or any contract obligation, or debt contracted for any purpose of its incorporation, or in the exercise of any of its corporate rights, privileges, or franchises in any manner permitted by law.

7) To conduct its businesses and establish and maintain offices, agencies, and branches and in the furtherance thereof to acquire, dispose of, and generally deal with real and personal property insofar as is permitted by law, in every State or territory of the United States of America and in the District of Columbia and in any and all dependency colonies or possessions of the United States and in foreign countries as well.

8) To carry on all or any part of the foregoing objects as principal or as agent or in connection or conjunction with any person, firm, trust, corporation, cooperative or other organization, and in general to do any and all things necessary to carrying on any

business incident to the foregoing; and to exercise all of the powers conferred upon the corporation by the laws of the State of Washington, or any other law, that may be now or hereafter applicable to the corporation; and to do any and all of the things hereinabove set forth to the same extent as natural persons might or could do.

9) The foregoing clauses shall be construed both as objects and powers and are in furtherance of and not in limitation of the general powers conferred by the State of Washington; and it is hereby expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

III.

The duration of this corporation shall not be limited to any number of years but shall be PERPETUAL.

IV.

The location and post office address of the registered office of this corporation shall be North 10503 Division Street, Spokane, Washington, and the directors may establish such other branch offices as in their judgment are proper.

V.

The total number of shares of this corporation is 15,000, having par value of \$10.00 per share, making a total of \$150,000, all of said shares being non-assessable common shares with equal voting rights and powers and without restrictions or preference. Each share shall have one vote.

VI.

The amount of paid-in capital with which the corporation will begin business is \$510.00.

VII.

The number of Directors of this corporation shall be not less than three (3) nor more than five (5). The number,

qualifications, terms of office, manner of election, time and place of meeting, and the powers and duties of the Directors shall be such as are prescribed by the By-Laws of this corporation.

That the names and the post office addresses of the first Directors who shall hold office and manage the affairs of the corporation for a period of one (1) year after its incorporation, or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Marion F. Castle.	10708 North Road Spokane, Washington
Ruth E. Castle	10708 North Road Spokane, Washington
Calvin C. Carpenter	7302 Fox Point Drive Spokane, Washington

VIII.

The name and post office address of each of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. SHARES</u>
Marion F. Castle	10708 North Road Spokane, Washington	49
Ruth E. Castle	10708 North Road Spokane, Washington	1
Calvin C. Carpenter	7302 Fox Point Drive Spokane, Washington	1

IX.

The authority to make By-Laws of this corporation is hereby expressly vested in the Board of Directors of this corporation, subject to the power of the shareholders to change or repeal such By-Laws at shareholders meetings.

X.

The presence in person or by proxy of holders of a majority of the voting power of all the shareholders shall constitute a quorum for the transaction of any and all business, including the sale of any or all of the property of the corporation or any or all of the assets thereof. The shareholders present at a duly organized meeting can continue to do business notwithstanding the withdrawal of enough

shareholders to leave less than a quorum.

XI.

Any amendments to these Articles shall be adopted by the vote of the holders of not less than a majority of the voting power of all shareholders present in person or by proxy at a meeting of the shareholders duly called upon notice of the specific purpose of such meeting.

IN WITNESS WHEREOF, the incorporators have executed this instrument on the 17 day of August, 1957.

Calvin C. Carpenter

STATE OF WASHINGTON)
) ss.
County of Spokane)

I, the undersigned, a Notary Public in and for the above named County and State, do hereby certify that on this 17 day of August, 1957, personally appeared before me MARION F. CASTLE, RUTH E. CASTLE and CALVIN C. CARPENTER, the incorporators, to me known to be the individuals described in and who executed the within instrument, and acknowledged that they signed and sealed the same as their free and voluntary act and deed for the uses and purposes there mentioned.

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

Notary Public in and for the State
of Washington, residing at Spokane.

No 137845

Articles of Incorporation

OF THE

M. F. Castle Co.

Place of business Spokane
Time of existence Perpetual years
Capital stock, \$ 150,000.00

STATE OF WASHINGTON, ss.
Filed for record in the office of the Secretary of State September 5, 1957
at 9:55 o'clock A. M.
Microfilmed, Roll No. 1
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Domestic Corporations

Joe J. Lorenz
Secretary of State

Filed at request of
Davis, Trezona, Chastek & Lorenz
302 Fidelity Building
Spokane 1, Washington

Filing and recording fee, \$ 150.00
License to June 30, 1958, \$ 80.00
Certificate mailed 6/17

to above address
Indexed Photographed