



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

WHITSON CONSTRUCTION COMPANY

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 **18th** day of **August** 19 **63**, a properly authenticated copy of its articles of incorporation, and on the **18th** day of **August** 19 **63**, a designation of **Robert V. Bichel** in the County of **Clearwater** 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 **18th** day of **August**, A.D. 19 **63**.

Secretary of State.

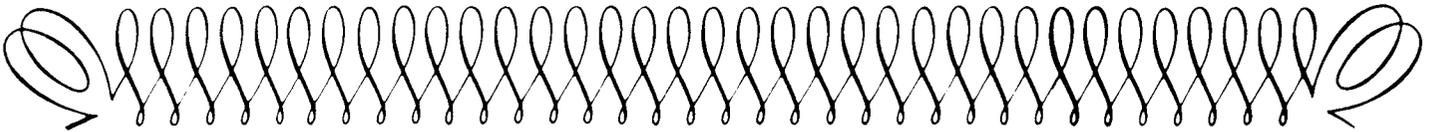


CERTIFICATE NO.

UNITED STATES OF AMERICA

THE STATE OF WASHINGTON

Department Of State



I, A. LUDLOW KRADER, 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 WHITSON CONSTRUCTION COMPANY, which have been duly filed and recorded in my office in accordance with law; I further certify no amendments to the Articles have been filed and that WHITSON CONSTRUCTION COMPANY has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1966; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation of said corporation.



IN WESGIMONY WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED HERETO THE SEAL OF THE STATE OF WASHINGTON, DONE AT THE CAPITOL, AT OLYMPIA ON THIS THE DATE OF,

July 20, 1965

[Handwritten signature]

A. LUDLOW KRADER, SECRETARY OF STATE

United States of America
State of Washington



I, VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

167494

ARTICLES OF INCORPORATION
OF THE

WHITSON CONSTRUCTION COMPANY

a Domestic Corporation, of Tacoma, Washington, was, on the 7th day of February, A. D. 1964, at 1:05 o'clock P. M., filed for record in this office and now remains on file herein.

Filed at request of
Robert W. Skidmore
Attorney at Law
1004 Puget Sound Bank Bldg.
Tacoma, Washington

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 7th day of February, A. D. 1964

Victor A. Meyers
VICTOR A. MEYERS, Secretary of State

Filing and recording fee \$ 50.00
License to June 30, 1964 \$ 30.00
Excess pages @ 25¢ \$

Microfilmed, Roll No. 1061

Page 775 - 780

APPROVED
AS TO FORM AND FILED

ARTICLES OF INCORPORATION
OF
WHITSON CONSTRUCTION COMPANY

FEB 7 - 1964

VICTOR A. MEYERS
SECRETARY OF STATE
BY *Jean C. Dunker*
(MRS.) JEAN C. DUNKER
ASSISTANT SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, EARL P. WHITSON, NADINE WHITSON and GILFORD D. GREEN (each of whom is a citizen of the United States of America and a resident of the State of Washington) have associated themselves together for the purpose of forming a corporation under the laws of the State of Washington, and in pursuance thereof do hereby sign and acknowledge the following Articles of Incorporation, in triplicate originals, and state as follows:

ARTICLE I. NAME. The name of the corporation is WHITSON CONSTRUCTION COMPANY.

ARTICLE II. PURPOSES. The purposes for which this corporation is organized are:

A. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery and plants, and any and all structures and erections that may at any time be necessary, useful or advantageous for the purposes of the corporation and which can lawfully be done under the laws of the State of Washington.

B. To manufacture, buy, sell, deal in, and to export and import, conduct and carry on the business of manufacturing, buying, selling, importing and exporting, goods, wares and merchandise of every class and description.

C. To purchase or otherwise acquire, so far as permitted by law, the whole or any part of the undertaking and business of any

person, firm or corporation engaged in a business of the same general character as that for which this corporation is organized, and the property and liabilities, including the good will, assets and stock in trade thereof, and to pay for the same either in cash or in shares, or partly in cash and partly in shares.

D. To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate and rights in real property and any person or mixed property, and any franchises, rights, business or privileges necessary, convenient and appropriate for any of the purposes herein expressed.

E. 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.

To lend money for its corporate purpose, invest its funds from time to time, and to take and hold real and personal property as security for the payment of funds so loaned or invested.

F. To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, except as may be prohibited by statute, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

G. To conduct and carry on its business, or any part thereof,

and to have one or more offices, and to exercise all or any of its corporate powers and rights in the State of Washington, and in the various states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign countries or country.

H. 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 to do every act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the laws under which this corporation is organized.

It is intended that the foregoing clauses shall be construed both as purposes and powers and that, in addition to the foregoing powers, the corporation shall have and may exercise all the powers now or hereafter conferred by the laws of the State of Washington and acts amendatory thereof and supplemental thereto upon corporations formed under the Washington Business Corporation Act of said state. The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE III. REGISTERED OFFICE. The location and post office address of the registered office of the corporation shall be at 4220 Harbordale Avenue, Tacoma 66, Washington.

ARTICLE IV. DURATION. The corporation shall have perpetual existence.

ARTICLE V. CAPITAL STOCK. The authorized capital stock of

the corporation shall be Fifty Thousand Dollars (\$50,000.00) consisting of Fifty Thousand Shares of common stock having a par value of One Dollar (\$1.00) each.

ARTICLE VI. The amount of paid-in capital with which this corporation will begin business is the sum of Five Hundred Dollars (\$500.00).

ARTICLE VII. MANAGEMENT. The management of this corporation shall be vested in the Board of Directors; the number of directors shall be as specified in the By-Laws of the Corporation, and such number may from time to time be increased or decreased in such manner as prescribed by the By-Laws. In no event shall the number of directors be less than three (3). Directors need not be stockholders.

ARTICLE VIII. BY-LAWS. The authority to make By-Laws for the Corporation is hereby expressly vested in the Board of Directors of this Corporation, subject to the power of the Stockholders to change or repeal such By-Laws. The Board of Directors shall not make or alter any By-Laws fixing their qualifications, classification, terms of office or compensation.

ARTICLE IX. NAMES AND POST OFFICE ADDRESSES OF DIRECTORS. The names and post office addresses of the directors of the Corporation who shall manage the affairs of the Corporation until the 1st day of September, 1964, are as follows:

Earl P. Whitson	4220 Harbordale Avenue Tacoma 66, Washington
Nadine Whitson	4220 Harbordale Avenue Tacoma 66, Washington
Gilford D. Green	Route 4 Box 2294 Bremerton, Washington

ARTICLE X. NAMES AND POST OFFICE ADDRESSES OF EACH INCORPORATOR. The names and post office addresses of each of the incorporators of

the corporation and the number of shares subscribed by each is as follows:

	<u>Address</u>	<u>Shares</u>
Earl P. Whitson	4220 Harbordale Avenue Tacoma 66, Washington	498
Nadine Whitson	4220 Harbordale Avenue Tacoma 66, Washington	1
Gilford D. Green	Route 4 Box 2294 Bremerton, Washington	1

ARTICLE XI. AMENDMENT OF ARTICLES. The provisions of these Articles of Incorporation may be amended, altered or repealed from time to time to the extent and in the manner prescribed by the Laws of the State of Washington, and additional provisions authorized by such laws as are then in force may be added. All rights herein conferred on the directors, officers and stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands this 5 day of August, 1964.

Earl P. Whitson
Nadine Whitson
Gilford D. Green

STATE OF WASHINGTON)
County of Pierce) ss.

This is to certify that on this 5 day of August, 1964, there appeared personally before me, EARL P. WHITSON, NADINE WHITSON, and GILFORD D. GREEN, to me personally known to be the persons described in and who executed the foregoing Articles of Incorporation, and they and each of them did acknowledge and declare to me that he executed the same freely and voluntarily for the uses and purposes therein mentioned.

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

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