



CERTIFICATE OF INCORPORATION  
OF

CONTINENTAL MECHANICAL, INC.

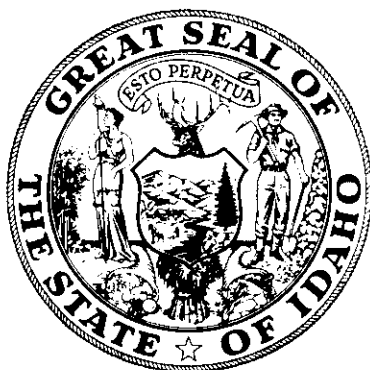
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

CONTINENTAL MECHANICAL, INC.

duly signed 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  
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **September 17, 1981**



SECRETARY OF STATE

by: \_\_\_\_\_

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Continental Mechanical, Inc. 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 Continental Mechanical, Inc.
2. \*The name which it shall use in Idaho is Continental Mechanical, Inc.
3. It is incorporated under the laws of Utah
4. The date of its incorporation is October 30, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 758 So. Redwood Road, Salt Lake City, Utah 84104
6. The address of its proposed registered office in Idaho is Suite 1010, Bank of Idaho Building, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is United States Corporation Company
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Plumbing, heating, and air conditioning
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Duane B. Welling</u>	<u>President</u>	<u>Suite 300, 261 E. Broadway,</u>
	<u>&amp; Director</u>	<u>Salt Lake City, Utah 84111</u>
<u>Helen Hopes</u>	<u>Vice Pres.</u>	<u>Suite 300, 261 E. Broadway,</u>
	<u>&amp; Director</u>	<u>Salt Lake City, Utah 84111</u>
<u>Christopher J. Burke</u>	<u>Sec. Treas.</u>	<u>Suite 300, 261 E. Broadway,</u>
	<u>&amp; Director</u>	<u>Salt Lake City, Utah 84111</u>

9. 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
<u>50,000</u>	<u>Common</u>	<u>\$1.00</u>
<u>          </u>	<u>          </u>	<u>          </u>
<u>          </u>	<u>          </u>	<u>          </u>
<u>          </u>	<u>          </u>	<u>          </u>

(continued on reverse)

10. 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
None		

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

12. 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 Sept. 11, 19 81.

CONTINENTAL MECHANICAL, INC.

By 

Its \_\_\_\_\_ President

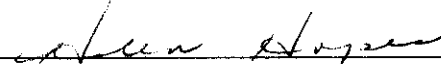
and 

Its \_\_\_\_\_ Secretary

STATE OF Utah )

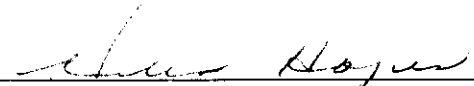
)ss:

COUNTY OF Salt Lake )

I, , a notary public, do hereby certify that on this 11th day of September, 19 81, personally appeared before me Duane B. Welling, who being by me first duly sworn, declared that he is the President of Continental Mechanical, Inc.

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

My Commission expires: 7-10-85

  
Notary Public

Residing at Salt Lake City, Utah

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



Office of Lieutenant Governor

I, DAVID S. MONSON, LIEUTENANT GOVERNOR OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of the Articles of Incorporation of CONTINENTAL MECHANICAL, INC., a Utah Corporation filed with this office on October 30, 1980.

AS APPEARS OF RECORD IN MY OFFICE.  
File #089152

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed the Great Seal  
of the State of Utah at Salt Lake City, this  
21st day of  
August A.D. 19 81.

*David S. Monson*  
LIEUTENANT GOVERNOR

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80  
Oct  
L. Gov. Sec. of STATE  
FEE \$50.00  
MDC  
ARTICLES OF INCORPORATION

OF

CONTINENTAL MECHANICAL, INC.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Utah Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is CONTINENTAL MECHANICAL, INC.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purpose, pursuits and business of this corporation shall be:

1. To carry on and conduct a general engineering, contracting and servicing business in the field of heating, which business shall embrace all kinds and types of heating in both residential, commercial, and industrial structures, such as warm air, hot water, steam, and various combinations of such systems, and to design, fabricate and manufacture all kinds and types of heating systems and appliances, and to buy and sell, at retail or at wholesale, all kinds and types of heating in both residential, commercial, and industrial structures, such as warm air, hot water, steam, and various combinations of such systems, and to design, fabricate and manufacture all kinds and types of heating systems and appliances, and to buy and sell, at retail and at wholesale, all kinds and types of heating equipment and supplies.

2. To carry on and conduct a general engineering,

LAW OFFICES OF  
MOFFAT, WELLING & PAULSEN  
A PROFESSIONAL CORPORATION  
SUITE 300  
261 EAST BROADWAY  
SALT LAKE CITY, UTAH 84111

constructing, contracting and servicing business in the field of plumbing, and which business shall embrace all kinds and types of plumbing in both residential, commercial and industrial structures, and to design, fabricate and manufacture all kinds and types of plumbing systems, and to buy and sell, at retail or wholesale, all kinds and types of plumbing equipment and supplies.

3. To carry on and conduct a general engineering, constructing, contracting, and servicing business in the field of air conditioning, which business shall embrace all kinds and types of air conditioning in both residential, commercial and industrial structures, and to design, fabricate and manufacture all kinds and types of air conditioning systems, units and appliances, and to buy and sell, at retail or at wholesale, all kinds and types of air conditioning equipment and supplies.

4. To carry on and conduct a general engineering, constructing, contracting and servicing business in the field of refrigeration, which business shall embrace all kinds and types of refrigeration systems, appliances, and units, and to buy and sell, at retail or wholesale, all kinds and types of refrigeration equipment and supplies.

5. To carry on and conduct a business of purchasing, buying and selling, at retail or at wholesale, all kinds and types of household and commercial appliances.

6. To carry on and conduct generally the business of general engineering and contracting, or building construction, and the preparation and production of materials to be used in connection therewith.

7. To acquire by purchase, subscription, or otherwise,

and to own, hold, deal in or dispose of stocks, bonds, or other obligations of any corporation or corporations engaged in or pursuing any one or more of the purposes or pursuits herein mentioned; and to vote or otherwise represent the same, and to exercise any or all of the rights of ownership thereof.

8. To purchase, hold, sell, improve and lease real estate and mortgage and encumber the same, and to erect, manage, and care for and maintain buildings thereon; to buy, sell, and generally deal in any and all kinds of personal property; to borrow and loan money, to buy, own, hold, sell, encumber, pledge, dispose or otherwise deal in and with stocks, bonds, debentures, notes, and other kinds of evidences of indebtedness and shares of the capital stock of this and any other corporation or corporations.

9. This corporation shall also have the following powers:

(a) To enter into, make and perform contracts of every kind, and for any lawful purpose, for any person, firm, association or corporation, municipality, state or government.

(b) In general, to carry on any business not forbidden by the State of Utah, with all powers conferred upon corporations by the laws of the State of Utah.

(c) It is intended that each of the objects, purposes and powers specified in each of the paragraphs of this Article of these Articles of Incorporation, except as otherwise specified, be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or any other Article of these Articles of Incorporation. The objects, purposes and powers specified in this Article and in each of the Articles of these ARTICLES OF INCORPORATION shall be regarded

as independent purposes and powers, and shall not be construed to restrict in any manner the general terms and powers of the corporation, although they may be of a like nature.

ARTICLE IV.

The aggregate number of shares which the corporation shall have the authority to issue is fifty thousand (50,000) shares of common stock, having a par value of \$1.00 per share.

There shall be no cumulative voting, and each share shall entitle the holder thereof to one vote at all meetings of the shareholders.

Stockholders shall not be liable to the corporation or its creditors for any debts or obligations of the corporation.

ARTICLE V.

The corporation shall not commence business until at least One Thousand Dollars (\$1,000.00) has been received by it as consideration for the issuance of shares.

ARTICLE VI.

There shall be no provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation.

ARTICLE VII.

Provisions for the regulation of the internal affairs of the corporation shall be governed by the By Laws of said corporation as set forth by the Directors of said corporation.

ARTICLE VIII.

The address of the registered agent of the corporation is Suite 300, 261 East Broadway, Salt Lake City, Utah 84111, and the name of its registered agent at such address is Duane B. Welling.



ARTICLE IX.

The number of Directors constituting the initial Board of Directors of the corporation is three, and the names of the persons to serve as Directors until their successors are elected and shall qualify are:

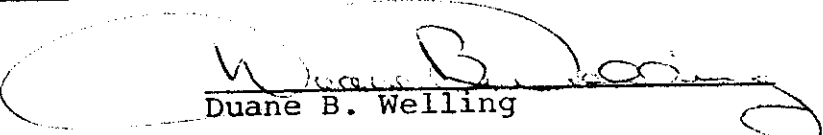
<u>Name</u>	<u>Address</u>
Duane B. Welling	2422 Claremont Drive Bountiful, Utah 84010
Christopher J. Burke	263 Delmar Court Salt Lake City, Utah 84101
Helen Hopes	931 Simpson Avenue Salt Lake City, Utah 84106

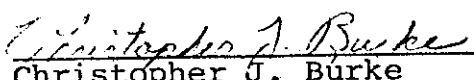
ARTICLE X.

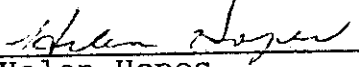
The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Duane B. Welling	2422 Claremont Drive Bountiful, Utah 84010
Christopher J. Burke	263 Delmar Court Salt Lake City, Utah 84101
Helen Hopes	931 Simpson Avenue Salt Lake City, Utah 84106

Dated this 30 day of October, 1980.

  
Duane B. Welling

  
Christopher J. Burke

  
Helen Hopes

STATE OF UTAH )  
 ) ss  
COUNTY OF SALT LAKE )

On the 30<sup>th</sup> day of October, 1980, I,  
Sandra D. Purrier, a Notary Public, do hereby certify  
that DUANE B. WELLING, CHRISTOPHER J. BURKE and HELEN HOPES  
personally appeared before me, being first duly sworn, and  
severally declared that they are the persons who signed the  
foregoing instrument as incorporators, and that the statements  
therein contained are true.

Sandra D. Purrier  
Notary Public  
Residing at Salt Lake City, Utah

My Commission expires:

2-8-82