

State of Idaho



Department of State.

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

D. W. FALLS, INC.

a corporation duly organized and existing under the laws of **New Mexico** 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 **third** day of **July** 19 **58**, a properly authenticated copy of its articles of incorporation, and on the **third** day of **July** 19 **58**, a designation of **J. L. Eberle** 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 **third** day of **July**, A.D. 19 **58**.

Secretary of State.

State of New Mexico



Certificate of Comparison

United States of America }
State of New Mexico } ss.

It Is Hereby Certified that the annexed is a full, true and complete transcript of the

CERTIFICATE OF INCORPORATION

OF

FALLS-GILLIARD, INC.

(Amendment changed name to: D. W. Falls, Inc.)

(28,342)

with the endorsement thereon, as same appears on file and of record in the State Corporation Commission.



In Testimony Whereof, the State Corporation
Commission of the State of New Mexico
has caused this certificate to be signed by
its Chairman and the seal of said Com-
mission to be affixed at the City of Santa
Fe on this-----22nd-----
day of-----July-----1957-----

Attest:

Cosme R. Garcia
Cosme R. Garcia

Clerk

John Block, Jr.
John Block, Jr.,

Chairman
Chairman

ARTICLES OF INCORPORATION
OF
FALLS GILLIARD, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, D. W. FALLS, OLENE FALLS, W. H. GILLIARD and LUCILLE GILLIARD, all residents of the State of New Mexico, have associated ourselves together for the formation of a corporation under the laws of the State of New Mexico, and we do certify:

1

The name of the corporation is FALLS-GILLIARD, INC.

11

The location of the principal office of the company is 323 South Virginia Street, Albuquerque, New Mexico, and the agent therein and in charge thereof, upon whom process against the corporation may be served, is W. H. GILLIARD.

111

The objects and purposes of the corporation and the nature of the business proposed to be transacted, promoted or carried on is: To engage in the business of construction and contracting to buy, sell, own, lease, manage and operate real estate to fabricate, manufacture and merchandise contractor's equipment and supplies; to loan, with or without security, moneys to persons doing business with the company; to act as surety or guarantor on the obligations of persons dealing with the company; and in general, to engage in business in the State of New Mexico, and in other states, to the same extent as a natural person can engage in business under the laws of the State of New Mexico.

IV

The total authorized capital stock of the corporation is Two Hundred Fifty Thousand and No/100 (\$250,000.00) Dollars, divided into two thousand five hundred (2500) shares with a par value of One Hundred and No/100 (\$100.00) Dollars each, and the amount of capital stock with which the company will commence business is Seventeen Thousand Two Hundred and No/100 (\$17,200.00) Dollars.

V

The names and postoffice addresses of the incorporators, and the number of shares subscribed for by each, are as follows:

D. W. Falls	Santa Fe, New Mexico	85 shares
Olene Falls	Santa Fe, New Mexico	1 share
W. H. Gilliard	Albuquerque, New Mexico	85 shares
Lucille Gilliard	Albuquerque, New Mexico	<u>1</u> share
Total		172 shares

VI

The period limited for the duration of the corporation is one hundred (100) years.

VII

The business of the corporation shall be managed by a board of four directors, three of whom shall constitute a quorum, and the By-Laws may classify the stock as to ownership and permit the election of one or more directors by each class of stock and the appointment of a fifth director who is not a stockholder in the event of a deadlock; the officers and managers of the business of the company shall be selected and their compensation fixed by the board of directors.

IN WITNESS WHEREOF We have hereunto set our hands
and seals at Albuquerque, New Mexico, this 5th day of
June, 1951.

/S/ D. W. Falls

/S/ Olene Falls

/S/ Lucille Gilliard

/S/ W. H. Gilliard

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

On this 5th day of June, 1951, before
me personally appeared D. W. FALLS, and OLENE FALLS, to me
personally known to be the persons described in and who executed
the foregoing instrument, and acknowledged that they executed
the same as their free act and deed.

Witness my hand and seal the day and year last above
written.

/S/ Margaret C. Davies

My commission expires:

(SEAL)

22 January 1955

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

On this 5th day of June, 1951, before
me personally appeared W. H. GILLIARD and LUCILLE GILLIARD, to
me personally known to be the persons described in and who ex-
ecuted the foregoing instrument, and acknowledged that they ex-
ecuted the same as their free act and deed.

Witness my hand and seal the day and year last above
written.

/S/ Margaret C. Davies

My commission expires:

(SEAL)

22 January 1955

No. 28,342
Cor. Rec'd. Vol. 7 Page 20

CERTIFICATE OF INCORPORATION

OF

FALLS-GILLIARD, INC.

Ent'd C.R.G.
Rec'd _____
In'x'd _____

FILED IN OFFICE OF
STATE CORPORATION COMMISSION
OF NEW MEXICO

JUN 29 1951---10:00 A.M.

Cosme R. Garcia
Clerk

Filing \$25.00
C.C. \$ 2.00

State of New Mexico



Certificate of Comparison

United States of America }
State of New Mexico } ss.

It Is Hereby Certified that the annexed is a full, true and complete transcript of the

CERTIFICATE OF AMENDMENT

OF

FALLS-GILLIARD, INC.

(Amendment changed name to: D. W. Falls, Inc.)

(33,815)

with the endorsement thereon, as same appears on file and of record in the State Corporation Commission.



In Testimony Whereof, the State Corporation

Commission of the State of New Mexico


has caused this certificate to be signed by

its Chairman and the seal of said Com-

mission to be affixed at the City of Santa

Fe on this-----22nd-----

day of-----July-----1957---


John Block, Jr., Chairman

Attest:


Cosme R. Garcia Clerk

CERTIFICATE AS TO CONSENT OF STOCKHOLDERS TO
AMENDMENTS OF ARTICLES OF INCORPORATION OF
FALLS-GILLIARD, INC.

STATE OF NEW MEXICO)
 (ss:
COUNTY OF BERNALILLO)

We, the undersigned, D. W. FALLS and OLENE M. FALLS, President and Secretary, respectively, of Falls-Gilliard, Inc., a New Mexico corporation, certify that at a meeting of the Stockholders held on 2 April 1956, pursuant to call at a Special Meeting of the Directors held on 2 March 1956, amendments to the Articles of Incorporation, changing the name of the corporation to D. W. FALLS, INC., and changing the location of the principal office of the company to 2600 Broadway, S.E., Albuquerque, New Mexico, and changing the name of the Statutory Agent to D. W. Falls, as more fully appears from the Consent of Stockholders attached hereto by unanimous vote of the Stockholders.

We further certify that D. W. Falls, Olene M. Falls, and Margaret C. Davies were on the dates of such meetings and are on the date hereof owners of all of the shares of stock issued and outstanding in said corporation.

WITNESS our hands as President and Secretary, respectively, and the seal of this company, this 5th day of April, 1956.

(SEAL)

/s/ D. W. Falls
President

/s/ Olene M. Falls
Secretary

STATE OF NEW MEXICO)
 (ss:
COUNTY OF BERNALILLO)

The foregoing instrument was acknowledged before me this 5th day of April, 1956, by D. W. FALLS and OLENE M. FALLS.

/s/ Milton S. Seligman
Notary Public

(SEAL)

My commission expires:
Dec. 2, 1957

CONSENT OF STOCKHOLDERS TO AMENDMENTS
OF
ARTICLES OF INCORPORATION

The undersigned, D. W. FALLS, OLENE M. FALLS, and MARGARET C. DAVIES of Albuquerque, Bernalillo County, New Mexico, being the owners of all stock issued and outstanding in FALLS-GILLIARD, INC., a New Mexico corporation, do hereby certify that at a meeting of the Stockholders, held on 2 April 1956, pursuant to call by a meeting of the Directors on 2 March 1956, amendments to the Articles of Incorporation of said Company were unanimously approved, and the undersigned do hereby consent to such amendments, as follows: By striking Articles I and II of the original Articles of Incorporation and inserting in lieu thereof the following:

I

The name of the corporation is D. W. FALLS, INC.

II

The location of the principal office of the Company is 2600 Broadway, S.E., Albuquerque, New Mexico, and the Agent therein and in charge thereof upon whom process against the corporation may be served is D. W. Falls.

(SEAL)

/S/ D. W. Falls

/S/ Olene M. Falls

/S/ Margaret C. Davies

STATE OF NEW MEXICO)
 (ss:
COUNTY OF BERNALILLO)

The foregoing instrument was acknowledged before me this 5th day of April, 1956, by D. W. FALLS, OLENE M. FALLS, and MARGARET C. DAVIES.

(SEAL)

/S/ Milton S. Seligman
Notary Public

My commission expires:
Dec. 2, 1957

No. 33,815
Cor. Rec'd. Vol. 8 Page 119

CERTIFICATE OF AMENDMENT

OF

FALLS-GILLIARD, INC.,
changing name to: "D. W. Falls, Inc."

Ent'd P...O.
Rec'd
In'x'd

FILED IN OFFICE OF
STATE CORPORATION COMMISSION
OF NEW MEXICO

APR 13 1956---8:45 A.M.

Cosme R. Garcia
Clerk

Filing \$20.00
C.C. \$