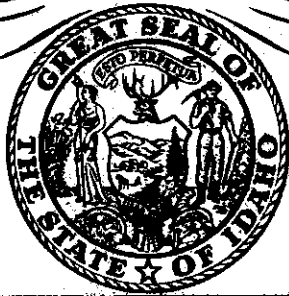


State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

HARNEY INDUSTRIES, INC.

was filed in the office of the Secretary of State on the **Thirteenth** day of **November** A.D. One Thousand Nine Hundred **Sixty-four** and ~~will be~~ **microfilm** duly recorded on ~~film No.~~ of Record of Domestic Corporations, of the State of Idaho,

and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for ~~perpetual existence~~ from the date hereof, with its registered office in this State located at **Kimberly** in the County of **Twin Falls.**

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 **13th** day of **November**, A.D., 19**64**.

Secretary of State.

1 building materials; to build and repair homes and other structures;
2 and to conduct a hardware and mercantile business in connection with
3 said operation.

4 (b) To carry on all or any of the businesses of manufacturers
5 and dealers and workers in cement and other kindred substances,
6 lime, plaster, whiting, clay, gravel, sand, minerals, earth, stone,
7 coal, fuel, pumice, artificial stone, and builders' hardware, and
8 requisites and conveniences of all kinds.

9 (c) To carry on a general contracting business, and to
10 excavate, grade, and construct sewers, bridges, buildings, highways
11 and public and private works of all kinds; to construct, alter, decorate,
12 furnish, set up, and improve buildings of every sort and kind; and
13 to make and to execute contracts for all kinds of construction work.

14 (d) To do a general, electric, contracting, construction and
15 engineering business; and to buy, sell, and deal in supplies,
16 machinery, appliances, and apparatus used in and about said business.

17 (e) To manufacture, buy and sell furniture, including office
18 and store fixtures, devices, partitions, improvements, and other
19 similar articles; and to engage in the installation, alteration and
20 repair thereof.

21 (f) To manufacture, buy, sell and deal in glass in all forms,
22 including glassware, glass ornaments, cut glass, structural glass,
23 water guage glasses, water guage protectors, and appliances, lamps,
24 shades, bottles, bulbs, reflectors, and articles of commerce of a
25 similar character made of glass or glass in composition with other
26 materials.

27 (g) To carry on a general hardware business, including the
28 purchase and sale of all kinds of hardware and wholesale and retail;
29 and to lease, buy, hold, and sell all such property, real or personal,
30 as may be necessary to the prosecution of said business.

31 (h) To purchase, manufacture and sell heaters, stoves,
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1 furnaces and other devices and appliances for general heating; to
2 purchase, take out, use and sell, leases and patents of the United
3 States, and elsewhere, for such appliances; and to issue licenses to
4 others to purchase, manufacture and sell said heaters, stoves, furnaces,
5 devices and appliances.

6 (i) To manufacture and sell tanks, boilers, standpipes, towers,
7 wire and steelware and articles of commerce of similar character.

8 (j) To manufacture from any kind of metals, wood, or other
9 material, or combination of materials, any and all kinds of castings,
10 implements, tools, fixtures and machinery and any other articles of
11 commerce ordinarily made in a thoroughly equipped machine shop and
12 foundry; to purchase and sell the same; and to manufacture, purchase
13 and sell woodworking machinery, tools, and appliances.

14 (k) To manufacture, buy, sell and deal in all kinds of hard-
15 ware, iron, steel, wire, rods, tinplate and nails; to manufacture,
16 purchase and sell paints, varnishes, oils, fillers, stains, colors,
17 enamels, waterproofing coating, and compounds, mortar and cement
18 stains and coatings, putty, glass and other supplies for painters.

19 (l) To manufacture, buy, and sell paper and paperboards of
20 every kind and description and the supplies used in the manufacture
21 thereof; and to manufacture, buy, and sell paper goods, boxes, labels,
22 specialties, and novelties made of paper.

23 (m) To own and operate saw and planing mills, manufacture
24 furniture, and other products of wood; to own timber land; to engage
25 in logging operations; and to do all business pertaining to these
26 enterprises.

27 (n) To purchase, mine, quarry, cut, saw, crush, finish, set
28 and dress stone, marble, pumice and other materials; and to sell the
29 same to the public.

30 (o) To purchase, hold, sell, improve and lease real estate,
31 and mortgage and encumber the same; and to erect, manage, care
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1 for and maintain, extend and alter buildings thereon.

2 (p) To acquire the goodwill, rights, property and assets of
3 all kinds and undertake the whole or any part of the liabilities, of
4 any person, firm, association or corporation on such terms and
5 conditions as may be agreed upon, and to pay for the same in cash,
6 stocks, bonds, debentures, or other securities of this corporation,
7 or otherwise; and to acquire and take all or any part of the business
8 assets and liabilities of any person, firm, association or corporation.

9 (q) To lend money and negotiate loans; to draw, accept,
10 endorse, discount, sell, and deliver bills of exchange, promissory
11 notes, bonds, obligations, securities of any government or authority
12 or company; to form, promote, subsidize, and assist companies,
13 firms, and partnerships of all kinds; to act as surety and guarantor
14 in any and all types of engagements, including the power to execute,
15 endorse and deliver contracts to guarantee the prompt and faithful
16 performance and payment of debts, notes, agreements, contracts, and
17 undertakings of any other person, firm, partnership or corporation;
18 and including also the power to act as an accommodation, co-maker,
19 or guarantor of obligations, either as a primary or secondary obligor;
20 to enter into any arrangements with any authorities, municipal, local,
21 or otherwise, conducive to the company's objects or any of them;
22 and to obtain from such government or authority, any rights, privileges,
23 and concessions which the company may think it desirable to obtain,
24 and to carry out, exercise, and comply with any such arrangements,
25 rights, privileges and concessions. Generally to carry on and
26 undertake any business, undertaking, transaction, or operation
27 commonly carried on or undertaken by merchants or manufacturers,
28 or which may seem to the company capable of being conveniently
29 carried on or calculated directly or indirectly to enhance the value
30 of or render profitable any of the company's property or rights.

1 (r) To carry on any other lawful business whatsoever in
2 connection with the foregoing or which is calculated directly or
3 indirectly to promote the interest of the corporation or to enhance
4 the value of its properties, and to have and exercise all rights,
5 powers and privileges which are now or may hereafter be conferred
6 by the State of Idaho upon corporations; to execute, from time to
7 time, general or special powers of attorney to persons, firms,
8 associations, or corporations, and to revoke the same as and when
9 the Board of Directors may determine; and to do any or all of the
10 things herein set forth to the same extent as natural persons might
11 or could do.

12 (3) Without in any particular limiting or restricting any of the objects
13 and powers of the corporation, it is hereby expressly declared and provided
14 that the corporation shall have the power to issue bonds and other obligations
15 and shares of its capital stock in payment for property purchased by it,
16 or for any other lawful object in and about its business; to mortgage or
17 pledge any stocks, bonds, or other obligations, or any property which may
18 be acquired by it; to secure any bonds, guarantees, or other obligations by
19 it issued or incurred; to guarantee any dividends, or bonds or contracts,
20 or other obligations.

21 (4) Any and all of the rights, powers, privileges, or restrictions
22 in these Articles of Incorporation granted and contained, conferred or
23 imposed, may be enlarged, amended, altered, or changed in any manner
24 and to any extent, or repealed by articles of amendment, made, executed,
25 authorized and filed in any manner now or hereafter permitted or authorized
26 by the laws of the State of Idaho.

27 (5) The general clauses contained in this statement of purposes
28 shall be construed as both purposes and powers, and the statements contained
29 in each clause, shall, except where otherwise expressed, be in no way
30 limited or restricted by reference to or inference from the terms of any
31 other clause, but shall be regarded as independent purposes and powers.
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III.

That the corporation shall have perpetual existence.

IV.

That the registered office of said corporation in the State of Idaho shall be located in Kimberly, Twin Falls County, State of Idaho, and that the post office address of the registered office of said corporation in the State of Idaho is Kimberly, Idaho.

V.

That the amount of the capital stock of said corporation shall be \$250,000.00, divided into 250,000 shares of par value of \$1.00 each, and that the total authorized number of shares shall be 250,000, and their aggregate par value \$250,000.00.

VI.

That the following are the names and post office addresses of each of the incorporators and the number of shares subscribed by each:

<u>Name of Incorporator</u>	<u>Post Office Address</u>	<u>No. of Shares Subscribed</u>
Maxwell D. Harney	Kimberly, Idaho	1
Loretta R. Harney	Kimberly, Idaho	1
Sheila McKinley	Twin Falls, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 10th day of November, 1964.

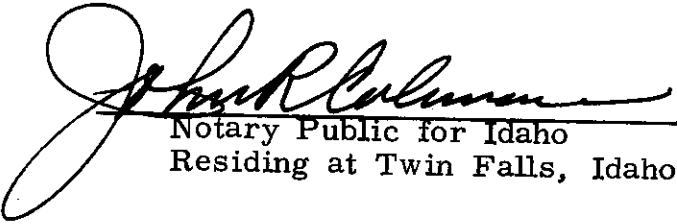
Maxwell D. Harney
Loretta R. Harney
Sheila M. McKinley

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STATE OF IDAHO)
County of Twin Falls) ss.

On this 10th day of November, 1964, before me, the undersigned, a Notary Public in and for said County and State, personally appeared MAXWELL D. HARNEY, LORETTA R. HARNEY, and SHEILA MCKINLEY, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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


Notary Public for Idaho
Residing at Twin Falls, Idaho