

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

LOUIS E. CLAPP

I, ~~XXXXXXXXXXXXXXX~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

EQUIPCO, INCORPORATED

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 **23rd** day of **May** 19 **66**, a properly authenticated copy of its articles of incorporation, and on the **23rd** day of **May** 19 **66**, a designation of **T. H. Eberle or W. C. Roden** 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 **23rd** day of **May**, A.D. 19**66**.



CERTIFICATE No. 4519

STATE OF WASHINGTON | DEPARTMENT OF STATE

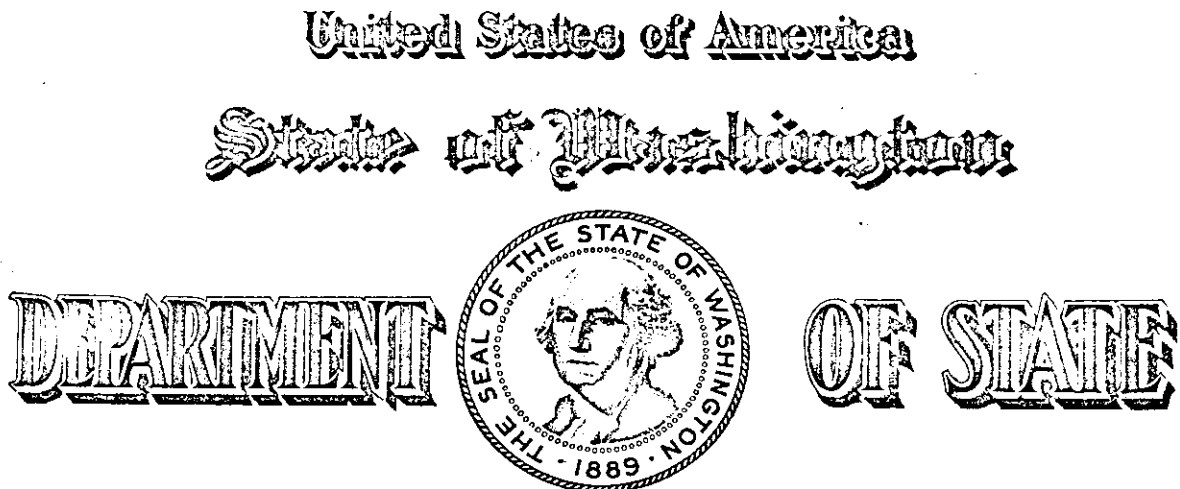
I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the annexed are true and correct copies of the Articles of Incorporation and all amendments thereto of **EQUIPCO, INCORPORATED**, which have been duly filed and recorded in my office in accordance with law; I further certify that **EQUIPCO, INCORPORATED** 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 and all amendments to the Articles of said corporation.



In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

April 26, 1966

A. LUDLOW KRAMER
SECRETARY OF STATE



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

ARTICLES OF INCORPORATION
 OF THE

EQUIPCO, INCORPORATED

a Domestic Corporation, of Ephrata, Washington, was, on
 the 9th day of January, A. D. 19 63, at 10:36 o'clock A. M.,
 filed for record in this office and now remains on file herein.

Filed at request of

Baird & White, Lawyers

P. O. Box 365

Ephrata, Washington

Filing and recording fee \$ 50.00

License to June 30, 19 63 \$ 30.00

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1042

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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 9th day of January,

A. D. 19 63

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

APPROVED
AS TO FORM AND FILED

JAN 9 - 1963

ARTICLES OF INCORPORATION
OF
EQUIPCO, INCORPORATED

VICTOR A. MEYERS
SECRETARY OF STATE
BY *[Signature]*
ACTING SUPERVISOR OF CORPORATIONS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, each being of full age and all being citizens of the United States of America, 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 do state as follows:

Article I.

That the corporate name of this corporation shall be EQUIPCO, INCORPORATED.

Article II.

The purposes and objects for which this corporation is formed are as follows:

1. To engage in, carry on and operate a general construction and contracting business within or without the State of Washington; to engage in, carry on and operate a general trucking business within or without the State of Washington; to buy, sell, construct, use or operate all necessary camps, equipment, machinery, trucks, and all other facilities necessary or convenient in the conduct of such businesses or either of them.

2. To engage in any lawful business incidental to any of the purposes above-named, and to engage in and carry on any other lawful business that the Board of Directors may deem to be for the advantage of the corporation and in which the corporation, without securing a special charter, may lawfully engage.

3. 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 along or in association with other corporations, firms, organizations, or individuals, and to every other 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.

4. To do and perform any and all other acts necessary for the furtherance and the proper prosecution of each and all of the corporate business and purposes hereinbefore set forth, and to have any general rights, powers and purposes granted to a corporation organized under the Uniform Business Corporation Act of the State of Washington, or that shall hereafter be granted to any such corporation.

Article III.

The duration of this corporation shall be perpetual.

Article IV.

The authorized capital of this corporation shall be Fifty Thousand Dollars (\$50,000.00). Said capital shall be represented by Five Thousand (5,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share. Each share of common stock shall be entitled to one vote and said common stock shall represent all of the voting shares of the corporation.

Article V.

The location and post office address of the registered office of this corporation is and shall be ^{103 12th Ave. S. W.,} Ephrata, Washington, but branch offices or places of business of said corporation may be hereafter established at any other place either within or without the State of Washington whenever necessary in the judgment of the Board of Directors for the proper prosecution of the objects and purposes of said corporation.

Article VI.

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

Article VII.

The qualifications, term of office, manner of election, time and place of meeting and the powers and duties of the Directors of this corporation shall be prescribed by the By-Laws; PROVIDED, however, that the number of Directors shall at no time be less than three (3) nor more than thirteen (13) and the actual number of Directors, within said limitations, may be changed from time to time by the shareholders or by a By-Law duly made and passed.

Article VIII.

The names and post office addresses of the first directors, who are likewise all of the incorporators, all of whom are of full age and citizens of the United States, who shall hold office and manage the affairs of the corporation for a period of one year after its incorporation are as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares Subscribed</u>
R. F. Johnson	165 D. St. S.W., Ephrata, Wn.	10
Thomas W. Barber	Route 1, Ephrata, Wn.	10
Robert S. Reehling	78 E. St. N.E., Ephrata, Wn.	10
Louis J. Curtis	359 Maringo Road, Ephrata, Wn.	10
D. J. Thompson	P.O. Box 547, Vale, Oregon	10

Article IX.

The Directors of the corporation shall have authority to make By-Laws necessary for the conduct and operation of the corporation not inconsistent with the Articles of Incorporation or the general laws of the State of Washington; PROVIDED, however, that any By-Laws passed by the Directors may be altered, amended or repealed, in whole or in part, by the shareholders.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators of EQUIPCO, INCORPORATED for the purpose of forming a corporation to do business, both within and without the State of Washington, and in pursuance of the general corporate laws of the State of Washington and acts amendatory thereof and supplemental thereto, do make and execute this Certificate in triplicate by declaring and certifying that the facts herein stated are true.

Done this 5th day of January, 1963.

R. F. Johnson
Thomas W. Barber
Robert S. Reehling
Louis J. Curtis
D. J. Thompson

STATE OF WASHINGTON)
County of Grant) ss.

This is to certify that on the 5th day of January, 1963, there appeared personally before me R. F. JOHNSON, THOMAS W. BARBER, ROBERT S. REEHLING, LOUIS J. CURTIS and D. J. THOMPSON, 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 seal in triplicate the day and year first above written.

John W. Baird
Notary Public in and for the
State of Washington, residing
at Ephrata.

178500

FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

AMENDED

ARTICLES OF INCORPORATION

of EQUIPCO, INCORPORATED
a domestic corporation of Ephrata Washington,
(Increasing capital to \$100,000.00)

were filed for record in this office at 11:47 o'clock A. M., on this date, and
I further certify that such Articles remain on file in this office.

Filed at request of _____
Moe & Kight
Attorneys at Law
54 Basin Street S.W.
Ephrata, Washington 98823

Filing and recording fee \$ 50.00


License to June 30, 19 \$

 Excess pages @ 25¢ \$

In witness whereof I have signed and have
affixed the seal of the State of Washington to
this certificate at Olympia, the State Capitol,
April 4, 1966

Microfilmed, Roll No. 1100

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A. LUDLOW KRAMER
SECRETARY OF STATE

APPROVED
AS TO FORM AND SUBSTANCE

AMENDMENT TO ARTICLES OF INCORPORATION

APR 4 - 1966

OF

A. LUDLOW KRAMER
SECRETARY OF STATE

BY [Signature]
CORPORATION SECRETARY

EQUIPCO, INCORPORATED

This is to certify that, at a special meeting of the Shareholders of Equipco, Incorporated, held at the registered office of the Corporation at Ephrata, Washington on Tuesday, March 22, 1966, at 11:00 A.M., pursuant to call of the President, at which meeting all of the Holders of the Common Stock were present either in person or by proxy, the amendment to the Articles of Incorporation hereinafter set forth was adopted by the Holders of all of the Common Stock then outstanding and entitled to vote.

ARTICLE IV of the Articles of Incorporation is hereby amended to read as follows:

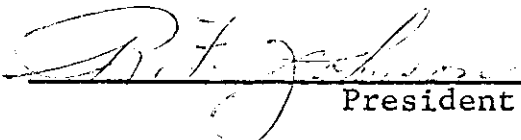
"The authorized capital of this corporation shall be One Hundred Thousand Dollars (\$100,000.00). The total number of shares authorized which may be issued by the Corporation is Five Thousand Five Hundred (5500) shares of which Five Thousand (5000) shares shall be Common Stock of the par value of Ten Dollars (\$10.00) per share. Each share of Common Stock shall be entitled to one (1) vote and said Common Stock shall represent all of the voting shares of the Corporation. The balance of Five Hundred (500) shares shall be Preferred Stock of the par value of One Hundred Dollars (\$100.00) per share.

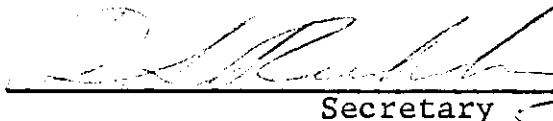
1. The Board of Directors is hereby expressly empowered to determine, prior to the issue of any shares of Preferred Stock of the Corporation, now or hereafter authorized, the rate of or rates of dividends, not to exceed eight per cent (8%) per annum on the par value thereof, payable on such shares of Preferred Stock, and the holders thereof shall be entitled to receive yearly dividends at that rate and no more, when and as declared by the Board of Directors according to law, payable

Amendment to Articles of Incorporation.

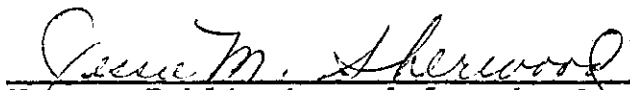
3/22/66

annually before payment of any dividends to Common Stockholders. Dividends upon Preferred Stock shall be cumulative from date on which issued, whether or not earned or declared, but arrears in payment thereof shall not bear interest. The holders of Preferred Stock shall have no voting power whatsoever, nor shall they be entitled to receive notice of any meetings of stockholders but, in the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, the Holders of Preferred Stock shall be entitled, prior to any distribution to Holders of Common Stock, to distribution of the assets of the Corporation to the full par value of the preferred stock plus any accrued unpaid dividends. The Corporation shall have the right, at its option, and in such manner as it shall determine, to redeem and retire the preferred stock, in whole or in part, at par value plus dividends accrued or in arrears, from time to time. The Holders of record of Common Stock shall exclusively possess the voting power for election of directors and for all other purposes."


President


Secretary

Subscribed and sworn to before me this 22nd day of March, 1966.


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