



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

E. D. BARRIS, INC.

was filed in the office of the Secretary of State on the **Twenty-third** day
December A.D. One Thousand Nine Hundred **Sixty-five** and
will be duly recorded on Film No. **microfilm** 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 **Lewiston,** in the County of **Madison.**

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 **December**, A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION

of

E. D. HARRIS, INC.

We, the undersigned, being all adult citizens of the United States, hereby associate ourselves together for the purpose of forming a corporation pursuant to Chapter 1 of Title 30, Idaho Code, and all acts supplemental thereto and amendatory thereof, and we do hereby adopt and certify the following Articles of Incorporation, to-wit:

ARTICLE I
(Name)

The name of this corporation shall be "E. D. HARRIS, INC."

ARTICLE II
(Term)

The term of existence of this corporation shall be perpetual.

ARTICLE III
(Purposes)

The corporation's purposes are:

(1) To install and repair or manufacture heating plants, process vessels and process piping, gas fittings and apparatus in buildings, and to engage in the sale, at wholesale or retail, of such.

(2) To engage in the business of selling, at wholesale or retail, commercial or residential air conditioning, devices of any and all kinds and all types of air handling systems and to manufacture the same.

(3) To engage in the buying and selling, wholesale or retail, and manufacturing of plumbing and heating supplies of every kind, nature, and description, both domestic and industrial, and in the buying and selling of all building supplies and equipment of any kind, nature or description whatsoever. ✓

(4) To engage in the business of manufacturing, repairing, buying and selling any and all types of steel fabricated machinery or equipment, including but not limited to steam boilers and install the same.

(5) To engage in the electrical contracting business generally and in the manufacture and sale of electrical equipment and appliances as principal or agent or otherwise; to conduct the aforesaid business and all of its branches; and to do such other things as are incidental, proper or necessary in the operation of said business and in the carrying out of any or all of said purposes, to construct, erect, own, equip, maintain, operate, and use, and to contract with others to construct, and erect, and to lease to others to maintain, operate, and use electrical shops, store houses, office buildings, and buildings of all kinds, and to pay for the construction, erection, or equipment of the same in cash, stock, or bonds of this corporation or otherwise.

(6) To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds and nature, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or carrying out of the powers or purposes herein mentioned. To manufacture, buy, sell, export, import, act as manufacturers and others agents, and to deal generally in construction machinery of all classes and descriptions.

(7) To acquire by purchase, lease or otherwise, and to improve and develop real property.

(8) To engage in any business related or unrelated to that described in Paragraphs (1), (2), (3), (4), (5) and (6) above in this Article, and from time to time authorized and approved by the Board of Directors of this corporation.

(9) To act as a partner or joint venturer in any transaction and to acquire

and use assumed business names and conduct any business thereunder which the corporation may lawfully conduct.

(10) To acquire by purchase or otherwise the stock of this corporation.

(11) To have and exercise all rights and powers from time to time granted to a corporation by law.

ARTICLE IV (Principal Office)

The place where the principal office of this corporation shall be maintained, and its principal place of business, is Lewiston, Nez Perce County, Idaho; but the corporation may maintain offices and transact business in any other state in the United States, and the registered address of this corporation in the State of Idaho shall be Lewiston, Idaho.

ARTICLE V (Capital Stock)

The total authorized capital stock of this corporation is the sum of One Hundred Thousand Dollars (\$100,000.00) divided into one thousand (1000) shares of the par value of One Hundred Dollars (\$100.00) per share. It may be issued by the corporation from time to time for such considerations as labor, service, money or property, real or personal, as may be fixed from time to time by the Board of Directors. The stock of this corporation shall be non-assessable.

ARTICLE VI (Incorporation)

The names, post office addresses of the incorporators, each being of full legal age, and the number of shares of stock subscribed by each are as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
E. Dean Harris	1105 Powers, Lewiston, Idaho	1
Harold Meek	1111 Powers, Lewiston, Idaho	1
Mar Jean Harris	1105 Powers, Lewiston, Idaho	1
Lenore Meek	1111 Powers, Lewiston, Idaho	1

The incorporators shall serve as directors and shall manage and control the affairs of the corporation until the first meeting of shareholders for the adoption of

By-Laws and the completion of the organization.

**ARTICLE VII
(Directors)**

The number of the directors of this corporation shall be not less than three (3) nor more than nine (9), and the number, qualifications and terms of office, manner of election, time, place and manner of calling meetings, and powers and duties of the directors shall be prescribed by the By-Laws.

**ARTICLE VIII
(Officers)**

The officers of this corporation shall consist of a president, vice-president, secretary, treasurer, or secretary-treasurer, and such other officers as the Board of Directors of the corporation shall deem necessary, all of whom shall be elected by the Board of Directors and hold office during the pleasure of the Board. Each of the officers shall have such powers as may be conferred upon him by the By-Laws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20th day of December, 1965.

E. DEAN HARRIS

E. Dean Harris

HAROLD MEEK

Harold E. Meek

MAR JEAN HARRIS

Mar Jean Harris

LENORE MEEK

Lenore Meek

STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 20th day of December, 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared E. DEAN HARRIS, HAROLD MEEK, MAR JEAN HARRIS and LENORE MEEK, known to me to be the persons whose names are subscribed to the within 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.

William A. Hellman
Notary Public in and for said State, residing
at Lewiston therein.

(SEAL)