

## City of Gladstone Staff Report

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Report Date : March 7, 2019  
Meeting Date: March 12, 2019  
To : Jacque Betz, City Administrator  
Mayor and City Council  
From : Jim Whynot, Public Works Director

### AGENDA ITEM

Award bid for Aluminum Boarding Docks – Fabricate and Deliver at Meldrum Bar Park to lowest responsive bidder to CR Fabrication, LTD in the amount of \$127,448.49.

### History/Background

The City of Gladstone was successful in obtaining a grant from the Oregon State Marine Board for the fabrication and delivery of aluminum boarding docks to be delivered to Meldrum Bar Park. City Council accepted the grant at the February 12, 2019 Council meeting.

Gladstone Public Works subsequently put the project out to bid, with opening of sealed bids taking place March 7, 2019 at 2:30 pm. The result was the bidder stated above.

Pursuant to the Oregon State Marine Board project timeline, the award of the contract must be completed in March, 2019.

### Proposal:

Staff proposes the Council approve the award of the bid as stated herein, once the mandatory protest period has expired. . A copy of the bid documents are attached hereto, marked Exhibit A.

### Options:

#### Section I

- Option 1 – Approve the award of the bid to CR Fabrication, LTD in the amount of \$127,448.49, after the protest period has expired.
- Option 2 - Do not approve the award of the bid to CR Fabrication, LTD.

### Cost Impact:

The cost impact for this portion of the project is limited to the funding and force labor hours required to secure the grant, as detailed in the staff report for the February 12, 2019 staff report. The cost to fabricate and deliver the boarding docks is included in the grant funding from Oregon State Marine Board.

### Relevancy to Council Goals and Objectives Identified in the 2016-2020 Strategic Plan

#### Enhance the Livability in Gladstone

#### 1.9 Partner and contract through IGA's on key issues

Maintain the Health and Long Term Vibrancy and Stability of Gladstone

4.4 Build in a capability to maintain our facilities (infrastructure, buildings, etc.)

Recommended Staff Action:

Staff recommends approving the award of the bid to the lowest responsive bidder, CR Fabrication, LTD, in the amount of \$127,448.49 with the following motion:

**"I move to award the bid for the aluminum boarding docks fabricate and deliver at Meldrum Bar Park for the City of Gladstone to CR Fabrication, LTD in the amount of \$127,448.49, once the protest period has expired."**

	3/7/19		3-7-19
Department Head Signature	Date	City Administrator Signature	Date



# BID FORM

**Public Works Department**  
18595 Portland Avenue.  
Gladstone, Oregon 97027  
503-656-7957  
Jim Whynot, Director  
PWoffice@ci.gladstone.or.us

## PROPOSER'S BID FORM

NOTE TO BIDDER: use typewriter or ink for completing this bid form.

PROJECT: Aluminum Boarding Docks Fabricate & Deliver At Meldrum Bar Park for the City of Gladstone

BID CLOSING: March 7, 2019, 2:00 p.m., local time

### 1. BID RECIPIENT

1.1. This Bid is submitted to:

Owner: City of Gladstone, Oregon  
Public Works Department – Attention: Steve Graves  
Address: 18595 Portland Avenue, Gladstone, Oregon 97027

1.2. The undersigned Bidder proposes and agrees, if this Bid is accepted, to enter into Contract (Agreement) with Owner in the form included in the Bidding Documents to perform all Work as specified or indicated in the Bidding Documents for the prices and within the times indicated in this Bid and in accordance with the other terms and conditions of the Bidding Documents.

### 2. BIDDER'S ACKNOWLEDGEMENTS

2.1. Bidder accepts all of the terms and conditions of the Instructions to Bidders, including without limitation those dealing with the disposition of Bid security. This Bid will remain subject to acceptance for 60 days after the Bid opening, or for such longer period of time that Bidder may agree to in writing upon request of Owner.

### 3. BIDDER'S REPRESENTATIONS

3.1. Pursuant to ORS 279A.110(4), Bidder certifies that it has not discriminated and will not discriminate against the groups of persons identified in ORS 279A.110 in the award, if any, of a subcontract.

3.2. Bidder has examined and carefully studied the Bidding Documents, the other related data identified in the Bidding Documents, and the following Addenda, receipt of which is hereby acknowledged.

_____	_____
_____	_____
_____	_____

(Bidder shall insert number of each Addendum received.)

4. BASIS OF BIDS

4.1. Bidder shall complete the Work in accordance with the Bidding Documents for the prices listed in the following proposal:

ITEM	QUANTITY	UNIT PRICE	TOTAL COST
Aluminum Docks – Fabrication Complete (7 docks) <i>one hundred twenty four thousand two hundred seventy one \$ 99/100</i> (Words) Lump Sum	ALL	Lump Sum	\$124,271.99
Aluminum Docks – Delivery & Offloading (7 docks) <i>three thousand one hundred seventy six \$ 50/100</i> (Words) Lump Sum	ALL	Lump Sum	\$3,176.50
<b>TOTAL BID</b>			<b>\$127,448.49</b>

5. TIME OF COMPLETION

5.1. Bidder agrees the Work, and any Milestones specified in the Agreement, will be substantially complete and will be completed and ready for final payment on or before the dates, or within the number of calendar days, indicated in the Contract (Agreement).

5.2. Bidder agrees the Work will be substantially complete within 75 calendar days after the date of Notice to Proceed, and will be completed and ready for final payment within 90 calendar days after the date of Notice to Proceed.

5.3. Bidder accepts the provisions of the Contract (Agreement) as to liquidated damages in the event of failure to complete the Work, and any specified Milestones, within the Contract Times.

6. ATTACHMENTS TO THIS BID

6.1. The following documents are submitted with and made a condition of this Bid:

- 6.1.1. Required Bid security in the form of Bid Bond.
- 6.1.2. Resident/Non-Resident Bidder Status Form.
- 6.1.3. Noncollusion Affidavit.
- 6.1.4. Five Year Applicable and Consecutive Experience Record

7. BID SUBMITTAL

7.1. This Bid submitted by:

If Bidder is:

An Individual

Name (typed or printed): \_\_\_\_\_

By (signature): \_\_\_\_\_

Doing business as: \_\_\_\_\_

A Partnership

Partnership Name: \_\_\_\_\_ (SEAL)

By: \_\_\_\_\_  
(Signature of general partner – attach evidence of authority to sign)

Name (typed or printed): \_\_\_\_\_

A Corporation

Corporation Name: CR Fabrication, LTD (SEAL)

State of Incorporation: Oregon

Type (General Business, Professional, Service, Limited Liability): LTD

By: [Signature]  
(Signature – attach evidence of authority to sign)

Name (typed or printed): Casey Mott

Title: President (CORPORATE SEAL)

Attest: \_\_\_\_\_  
(Signature of Corporate Secretary)

Date of Qualification to do business in Oregon is:

Aug. 24, 2000

A Joint Venture

Joint Venturer Name: \_\_\_\_\_ (SEAL)

By: \_\_\_\_\_  
(Signature of joint venture partner – attach evidence of authority to sign)

Name (typed or printed): \_\_\_\_\_

Title: \_\_\_\_\_

(Each joint venturer must sign. The manner of signing for each individual, partnership, and corporation that is a party to the joint venture should be in the manner indicated above.)

Bidder's Business Address: 833 SE 1~~st~~ St.  
Redmond, OR 97756

Bidder's Representative to contact about this Bid: Joe Muller

Phone No.: 541-548-4369 FAX No.: 541-504-5493

E-mail: joe@cr-fab.com

SUBMITTED on March 5, 2019

**Oregon** Contractor's License No.: 146081

Contractor's License Class (where applicable): \_\_\_\_\_

Bidder is a resident bidder as defined in ORS 279A.120.

Yes  No

Indicate state in which bidder resides: Oregon

**END OF SECTION**



**Five Year Applicable and  
Consecutive Experience Record  
Aluminum Boarding Docks Fabricate &  
Deliver at Meldrum Bar Park for the City  
of Gladstone**

Public Works Department  
18595 Portland Avenue,  
Gladstone, Oregon 97027  
503-656-7957  
Jim Whynot, Director  
PWoffice@ci.gladstone.or.us

**FIVE YEAR APPLICABLE AND CONSECUTIVE EXPERIENCE RECORD**

(Recent projects first)

#1 (Project Name, Location, Contract Cost) **\$ 259,708**  
SturdNant Park, Coquille River, City of Coquille

Project description Fabricate, Deliver & off load  
(15) Aluminum Docks

Project completion date: (contract) Jan. 2019 (actual) Jan. 2019  
Contact name: Kevin Urban Phone 541-396-2115

#2 (Project Name, Location, Contract Cost) **\$119,178**  
Takena Landing Boarding Dock Replacement, City of Albany

Project description Fabricate, Deliver & off load (7)  
Aluminum Boarding Docks

Project completion date: (contract) Feb. 2018 (actual) Feb. 2018  
Contact name: Diane Murzynski Phone 541-917-7522

#3 (Project Name, Location, Contract Cost) **\$244,617**  
Hebb Park Dock Replacement, Clackamas County

Project description Fabricate, Deliver & off load (14)  
Aluminum Docks

Project completion date: (contract) April 2017 (actual) May 2017  
Contact name: Ryan Rice Phone 503-742-5446

#4 (Project Name, Location, Contract Cost)

\$127,067

Sauvie Island Boat Ramp, Portland Metro

Project description

Fabricate, Deliver & offload (7)  
Aluminum Docks

Project completion date: (contract) Dec. 2016 (actual) Jan 2017

Contact name: Chris Woo Phone 503-797-1696

#5 (Project Name, Location, Contract Cost)

\$121,135

Irrigon Park Dock Project, City of Irrigon

Project description

Fabricate, Deliver & offload (6)  
Aluminum Docks

Project completion date: (contract) Mar 2015 (actual) Mar 2015

Contact name: Tammy Reid Phone 541-314-5862

#6 (Project Name, Location, Contract Cost)

\$95,164

POG Alum. Boarding Dock Replacement, City of Garibaldi

Project description

Fabricate, Deliver & offload (6)  
Aluminum Boarding Docks

Project completion date: (contract) Jan 2015 (actual) Jan 2015

Contact name: Mike Saindon Phone 503-322-3292

Attach additional sheets if needed



**BID BOND**  
**Aluminum Boarding Docks Fabricate &  
 Deliver at Meldrum Bar Park for the City  
 of Gladstone**

**Public Works Department**  
 18595 Portland Avenue,  
 Gladstone, Oregon 97027  
 503-656-7957  
 Jim Whynot, Director  
 PWoffice@ci.gladstone.or.us

KNOW ALL PERSONS BY THESE PRESENTS:

That we, CR Fabrication LTD, as "Principal,"  
 (Name of Principal)

and Old Republic Surety Company, a WI Corporation,  
 (Name of Surety)

authorized to transact Surety business in Oregon, as "Surety," hereby jointly and severally bind ourselves, our respective heirs, executors, administrators, successors and assigns to pay unto the City of Gladstone ("Obligee") the sum of (\$ 10% ) Ten Percent of Amount Bid dollars.

WHEREAS, the condition of the obligation of this bond is that Principal has submitted its proposal or bid to the Obligee in response to Obligee's procurement document for the project identified above which proposal or bid is made a part of this bond by reference, and Principal is required to furnish bid security in an amount equal to ten (10%) percent of the total amount of the bid pursuant to Obligee's invitation to bid.

NOW, THEREFORE, if the proposal or bid submitted by Principal is accepted, and if a contract pursuant to the proposal or bid is awarded to Principal, and if Principal enters into and executes such contract within the time specified in the procurement document and executes and delivers to Obligee its good and sufficient performance and payment bonds required by Obligee, as well as any required proof of insurance and other required documents, within the time fixed by Obligee, then this obligation shall be void; otherwise, it shall remain in full force and effect.

IN WITNESS WHEREOF, we have caused this instrument to be executed and sealed by our duly authorized legal representatives this 28th day of February, 2019.

**PRINCIPAL:** CR Fabrication LTD

**SURETY:** Old Republic Surety Company

By [Signature]  
 Signature

**BY ATTORNEY-IN-FACT:**

President  
 Official Capacity

Melissa Wolf  
 Melissa Wolf Name

Attest: \_\_\_\_\_  
 Corporation Secretary Signature

501 N. Riverpoint Blvd., Suite 403  
 Address

Spokane WA 99202  
 City State Zip

509-755-9338 \_\_\_\_\_  
 Phone Fax



# OLD REPUBLIC SURETY COMPANY

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That OLD REPUBLIC SURETY COMPANY, a Wisconsin stock insurance corporation, does make, constitute and appoint:

MARLA J. DAVENPORT, TOM DAVIS, JACLYN KRUSE, JAMES E MAJESKEY II, JUDITH C. KAISER-SMITH, SHANALEE E. STEELE, JUDITH A. RAPP, THOMAS C. DENISON, MELISSA WOLF, OF SPOKANE, WA

its true and lawful Attorney(s)-in-Fact, with full power and authority, not exceeding \$50,000,000, for and on behalf of the company as surety, to execute and deliver and affix the seal of the company thereto (if a seal is required), bonds, undertakings, recognizances or other written obligations in the nature thereof, (other than bail bonds, bank depository bonds, mortgage deficiency bonds, mortgage guaranty bonds, guaranties of installment paper and note guaranty bonds, self-insurance workers compensation bonds guaranteeing payment of benefits, asbestos abatement contract bonds, waste management bonds, hazardous waste remediation bonds or black lung bonds), as follows:

ALL WRITTEN INSTRUMENTS IN AN AMOUNT NOT TO EXCEED THIRTY MILLION DOLLARS (\$30,000,000) ----- FOR ANY SINGLE OBLIGATION

and to bind OLD REPUBLIC SURETY COMPANY thereby, and all of the acts of said Attorneys-in-Fact, pursuant to these presents, are ratified and confirmed. This document is not valid unless printed on colored background and is multi-colored. This appointment is made under and by authority of the board of directors at a special meeting held on February 18, 1982. This Power of Attorney is signed and sealed by facsimile under and by the authority of the following resolutions adopted by the board of directors of the OLD REPUBLIC SURETY COMPANY on February 18, 1982.

RESOLVED that, the president, any vice-president, or assistant vice president, in conjunction with the secretary or any assistant secretary, may appoint attorneys-in-fact or agents with authority as defined or limited in the instrument evidencing the appointment in each case, for and on behalf of the company to execute and deliver and affix the seal of the company to bonds, undertakings, recognizances, and suretyship obligations of all kinds; and said officers may remove any such attorney-in-fact or agent and revoke any Power of Attorney previously granted to such person.

RESOLVED FURTHER, that any bond, undertaking, recognizance, or suretyship obligation shall be valid and binding upon the Company (i) when signed by the president, any vice president or assistant vice president, and attested and sealed (if a seal be required) by any secretary or assistant secretary; or (ii) when signed by the president, any vice president or assistant vice president, secretary or assistant secretary, and countersigned and sealed (if a seal be required) by a duly authorized attorney-in-fact or agent; or (iii) when duly executed and sealed (if a seal be required) by one or more attorneys-in-fact or agents pursuant to and within the limits of the authority evidenced by the Power of Attorney issued by the company to such person or persons.

RESOLVED FURTHER, that the signature of any authorized officer and the seal of the company may be affixed by facsimile to any Power of Attorney or certification thereof authorizing the execution and delivery of any bond, undertaking, recognizance, or other suretyship obligations of the company; and such signature and seal when so used shall have the same force and effect as though manually affixed.

IN WITNESS WHEREOF, OLD REPUBLIC SURETY COMPANY has caused these presents to be signed by its proper officer, and its corporate seal to be affixed this 16TH day of AUGUST, 2018.

OLD REPUBLIC SURETY COMPANY

*Jane E. Cherny*  
Assistant Secretary



*Alan Pavlic*  
President

STATE OF WISCONSIN, COUNTY OF WAUKESHA-SS

On this 16TH day of AUGUST, 2018, personally came before me, Alan Pavlic and Jane E Cherny, to me known to be the individuals and officers of the OLD REPUBLIC SURETY COMPANY who executed the above instrument, and they each acknowledged the execution of the same, and being by me duly sworn, did severally depose and say; that they are the said officers of the corporation aforesaid, and that the seal affixed to the above instrument is the seal of the corporation, and that said corporate seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority of the board of directors of said corporation.



*Kathryn R. Pearson*  
Notary Public  
My commission expires: 9/28/2022

(Expiration of notary commission does not invalidate this instrument)

### CERTIFICATE

I, the undersigned, assistant secretary of the OLD REPUBLIC SURETY COMPANY, a Wisconsin corporation, CERTIFY that the foregoing and attached Power of Attorney remains in full force and has not been revoked; and furthermore, that the Resolutions of the board of directors set forth in the Power of Attorney, are now in force.

78-9450



Signed and sealed at the City of Brookfield, WI this 28th day of February, 2019

*Jane E. Cherny*  
Assistant Secretary

PAYNEWEST INSURANCE, INC

THIS DOCUMENT HAS A COLORED BACKGROUND AND IS MULTI-COLORED ON THE FACE. THE COMPANY LOGO APPEARS ON THE BACK OF THIS DOCUMENT AS A WATERMARK. IF THESE FEATURES ARE ABSENT, THIS DOCUMENT IS VOID.

	<b>Noncollusion Affidavit</b>  <b>Aluminum Boarding Docks Fabricate &amp; Deliver at Meldrum Bar Park for the City of Gladstone</b>	<b>Public Works Department</b> 18595 Portland Avenue, Gladstone, Oregon 97027 503-656-7957 Jim Whynot, Director PWoffice@ci.gladstone.or.us
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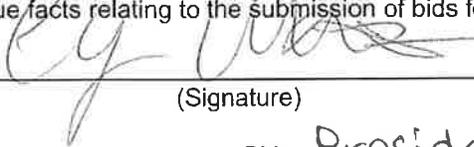
**NONCOLLUSION AFFIDAVIT**

I, (Type/Print Name) Casey Mott, state that I am (Position Title) President of (Name of Firm) CR Fabrication, LTD. and that I am authorized to make this affidavit on behalf of my firm, and its owners, directors, and, officers. I am the person responsible in my firm for the price(s) and the amount of this bid.

I state that:

1. The price(s) and the amount of this bid have been arrived at independently and without consultation, communication or agreement with any other contractor, bidder or potential bidder.
2. Neither the price(s) nor the amount of this bid, and neither the approximate price(s) nor approximate amount of this bid, have been disclosed to any other firm or person who is a bidder or potential bidder, and they will not be disclosed before bid opening.
3. No attempt has been made or will be made to induce any firm or person to refrain from bidding on this contract, or to submit a bid higher than this bid, or to submit any intentionally high or noncompetitive bid or other form of complementary bid.
4. The bid of my firm is made in good faith and not pursuant to any agreement or discussion with, or inducement from, any firm or person to submit a complementary or other noncompetitive bid.
5. (Name of Firm) CR Fabrication, LTD. its affiliates, subsidiaries, officers, directors, and employees are not currently under investigation by any governmental agency and have not in the last four (4) years been convicted or found liable for any act prohibited by state or federal law in any jurisdiction, involving conspiracy or collusion with respect to bidding on any public contract, except as follows:

I state that (Name of Firm) CR Fabrication, LTD. understands and acknowledges that the above representations are material and important, and will be relied on by THE CITY OF GLADSTONE, OREGON in awarding the contract(s) for which this bid is submitted. I understand and my firm understands that any misstatement in this affidavit is and shall be treated as fraudulent concealment from THE CITY OF GLADSTONE, OREGON of the true facts relating to the submission of bids for this contract.


Casey Mott  
 (Signature) (Printed Signatory's Name)

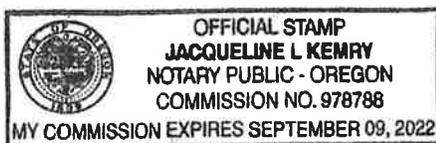
BY: President  
(Signatory's Title)

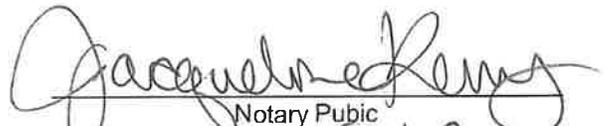
STATE OF Oregon )

§

COUNTY OF Deschutes )

SWORN TO AND SUBSCRIBED BEFORE ME THIS 5<sup>th</sup> day of March, 2019



  
 Notary Public  
 My Commission Expires: Sept. 9, 2022



# CR FABRICATION, LTD.

833 SE 1<sup>ST</sup> St., Redmond, OR 97756  
 Ph: 541-548-4369 Fx: 541-504-5493  
 info@cr-fab.com www.cr-fab.com

**Quote No: 11862**  
**Wednesday, February 27, 2019**

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**Attention:**

**City of Gladstone - Public Works**

18595 Portland Avenue  
 Gladstone, OR 97027

City of Gladstone, Oregon  
 Aluminum Boarding Docs

Attn: Steve Graves, Public Works Supervisor  
 (503)-656-7957

- (3) Type "A" Docks
  - (4) Type "B" Docks
  - (1) Transition Plate
  - (1) Offshore End
- Docks to have deck option 3, (Gray Pultruded Fiberglass Grating)

Line:	Part ID:	Rev:	Quantity U/M	Unit Price	Discount	Discounted Unit Price	Addl Charge	Lead Time	Total Price
1	<b>STATEDOCKTYPE"A" 3/16</b> Type "A" Dock State of OR MODEL #045-001 SERIAL #CRF-FDA-???	E	3.00 EA	13,986.83					\$41,960.49
2	<b>STATEDOCKTYPE"B" 3/16</b> Type "B" Dock State of OR MODEL #045-001 SERIAL #CRF-FDB-???	C	4.00 EA	14,707.25					\$58,829.00
3	<b>TRANSITION PLATE</b> TRANSITION PLATE	A	1.00 EA	757.60					\$757.60
4	<b>OFF-SHORE END</b> OFF-SHORE END	D							



# FABRICATION, LTD.

833 SE 1<sup>ST</sup> St., Redmond, OR 97756  
Ph: 541-548-4369 Fx: 541-504-5493  
info@cr-fab.com www.cr-fab.com

**Quote No: 11862**  
**Wednesday, February 27, 2019**

Page: 2

Quantity U/M	Unit Price	Discount	Discounted Unit Price	Addl Charge	Lead Time	Total Price
1.00 EA	745.33					\$745.33

Line: 5 Part ID: **STATEDOCKDECKOPTION(3)** Rev: **A**  
Dock Deck Option 3 (Pulturded Fiberglass Grating)

Quantity U/M	Unit Price	Discount	Discounted Unit Price	Addl Charge	Lead Time	Total Price
7.00 EA	2,609.64					\$18,267.48

Line: 6 Part ID: **DELIVERY & OFFLOAD** Rev:  
DELIVERY & OFFLOAD  
Delivery to:  
Meldrum Bar Park  
Willamette River Mile 24.2

Quantity U/M	Unit Price	Discount	Discounted Unit Price	Addl Charge	Lead Time	Total Price
1.00 EA	3,176.50					\$3,176.50

Line: 7 Part ID: **BID BOND** Rev:  
Bid Bond  
3% Bid Bond

Quantity U/M	Unit Price	Discount	Discounted Unit Price	Addl Charge	Lead Time	Total Price
1.00 EA	3,712.09					\$3,712.09

**Quote Total : \$127,448.49**

Salesperson:

Prices are Valid Until Tuesday, May 07, 2019

\*Price is based on details listed from drawing dated: , and only includes items specifically listed or noted in quote lines.

\*Shop drawings are included, any additional engineering costs are not included.

\*Shop weld inspection required by D1.1 on structural steel has **NOT** been included.

\*Additional insurance coverage or bonding is not included.

\*CCB #146081

Organizational Consent to Action of Incorporators,  
Shareholders and Initial Directors of

CR Fabrication Ltd.

Pursuant to the Oregon Business Corporation Act, the following actions of CR Fabrication Ltd. were approved without a meeting effective August 28, 2000 pursuant to the unanimous written consent and approval of Casey Mott and Doug Railton who constitute all of the incorporators, shareholders and initial directors of CR Fabrication Ltd.

### Articles of Incorporation

RESOLVED that the true copy of the articles of incorporation of this corporation filed with the Oregon Secretary of State effective as of August 28, 2000 be placed in the minute book of this corporation.

### Directors

RESOLVED that pursuant to Paragraph 3.0 of the Bylaws of this corporation, the number of directors of this corporation is hereby set at two directors.

RESOLVED that the following people are elected as members of the board of directors of the CR Fabrication Ltd., each director's term to commence immediately and continue until the director's successor is elected and qualified:

Casey Mott

Doug Railton

### Bylaws

RESOLVED that the bylaws in the form presented to the directors are adopted as the bylaws of CR Fabrication Ltd. and a copy of the bylaws shall be placed in the corporation's minute book.

## Officers

RESOLVED that the following people are appointed to the corporate offices set forth opposite their respective names, each to serve until their respective successors are elected and qualified:

<i>Name</i>	<i>Office</i>
Casey Mott	President
Casey Mott	Secretary
Doug Railton	Treasurer

## Banking

RESOLVED that Bank of the Cascades in Redmond, OR (Bank) is designated as the banking depository of the corporation and that any one of the following individuals be authorized to borrow money or withdraw funds from the Bank on behalf of the corporation:

<i>Name</i>	<i>Title</i>
Casey Mott	President, Secretary
Doug Railton	Treasurer

This authority shall remain in force until revoked by written notice to the Bank of action taken by the Board of Directors of the corporation.

FURTHER RESOLVED that the standard form of corporate resolution furnished and required by the Bank is adopted and the secretary is authorized to certify the adoption and is directed to place a copy of the form resolution in the minute book of the corporation as part of the record of this action.

## Form of Stock Certificate

RESOLVED that the form of specimen stock certificate presented to the directors is adopted as the stock certificate to be used to evidence the issuance of CR Fabrication Ltd.'s fully paid and nonassessable common stock and the secretary is directed to place the specimen form of stock certificate in the corporation's minute book.

## Issuance of Stock

RESOLVED that the signed subscription agreements of Casey Mott and Doug Railton providing for subscription of the number of shares of common stock of CR Fabrication Ltd. set

out below be accepted by CR Fabrication Ltd. The corporation calls upon the subscribing shareholder to transfer or pay to the corporation the property or amount set out below.

<i>Subscribing Shareholder</i>	<i>Number of Shares</i>	<i>Consideration</i>
Casey Mott	100	\$1,000
Doug Railton	100	\$1,000

FURTHER RESOLVED that on full payment for the shares, the appropriate officers are authorized and directed to issue and deliver to the subscribing shareholders stock certificates of CR Fabrication Ltd. representing the shares subscribed.

### Incorporation Expenses

RESOLVED that the officers are authorized to pay the expenses incurred in the incorporation and organization of the corporation, including those incurred before incorporation and before the date of this Organizational Consent to Action and to reimburse the officers, directors and shareholders who have paid any of the expenses.

FURTHER RESOLVED that beginning with the month in which the corporation begins business, the corporation shall amortize its organizational expenses ratably over a period of 60 months, in accordance with IRC §248.

### Other Appropriate Actions

RESOLVED that the corporation's officers are authorized and directed to take all actions and to execute the documents and instruments as are necessary or appropriate to organize CR Fabrication Ltd. in accordance with the foregoing resolutions.

### Contracts

RESOLVED that all contracts and agreements of CR Fabrication Ltd., including accounts payable, notes, drafts and other negotiable instruments, leases and mortgages, shall be entered into or executed on behalf of the corporation by its President, each with the authority to act alone.

### Disallowance of Corporate Deductions

RESOLVED that, except as may otherwise be provided in an individual employee's employment agreement with the corporation, any payments made to an employee of the

corporation for compensation, education, entertainment or other expenses that shall be disallowed in whole or in part as a deductible corporate expense by the IRS shall be reimbursed by the employee to the corporation to the full extent of such disallowance, the board of directors waiving any right to excuse the reimbursement. It shall be the duty of the board of directors to enforce payment by the amount disallowed. In lieu of payment by the employee, subject to the determination of the board of directors, money may be withheld from the employee's future compensation until the amount owed to the corporation is recovered.

### S Corporation Election

RESOLVED that, provided all shareholders of CR Fabrication Ltd. agree, the President of the corporation is authorized to cause to be prepared, signed and filed with the IRS a form 2553 by which the corporation elects to be an S corporation under IRC §1361 and following.

### Fiscal Year

RESOLVED that the corporation's fiscal year shall end on December of each year beginning with the year 2000, subject to change as may be indicated on the corporation's first federal income tax return.

### Employment Agreement

RESOLVED that the proposed employment agreement between the corporation and Casey Mott in the form presented to the directors, providing for the compensation, duties and other terms of the person's employment with CR Fabrication Ltd., is approved and the President of the corporation is authorized and directed to execute and deliver the employment agreement and to place an executed copy of it in the corporation's minute book.

### Reimbursement Plan for Automobile and Travel Expenses of Officers

RESOLVED that CR Fabrication Ltd. shall reimburse all officers and employees at the rate allowable by the Internal Revenue Service for use of personal vehicles, meals and other travel related costs in the furtherance of company business. Company business shall include, but not be limited to operations, marketing and director meetings recorded or not recorded. Reimbursement for such expenses shall be paid upon submission of appropriate documentation.

**Accountant**

RESOLVED that William Trimble will be the accountant for CR Fabrication Ltd.

**Attorney**

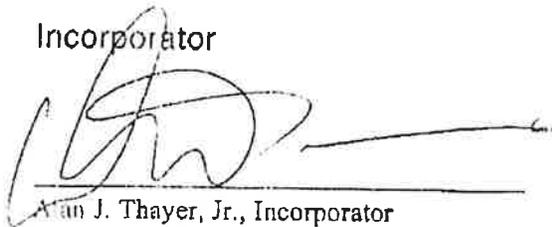
RESOLVED that Alan J. Thayer, Jr. shall serve as attorney for CR Fabrication Ltd.

**Medical and Disability Insurance**

RESOLVED that the officers of CR Fabrication Ltd. are authorized to provide such medical and disability insurance to the employees of this corporation as the officers in their discretion deem appropriate.

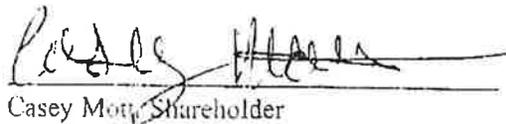
The foregoing action taken without a meeting is intended to have the same force and effect as the unanimous vote of Alan J. Thayer, Jr., Casey Mott and Doug Railton at a meeting duly and regularly called and held.

Incorporator

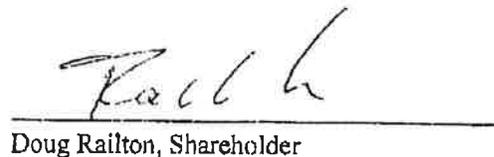


Alan J. Thayer, Jr., Incorporator

Shareholders

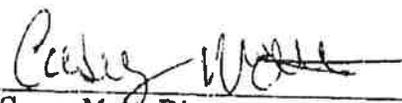


Casey Mott, Shareholder

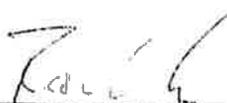


Doug Railton, Shareholder

Initial Directors



Casey Mott, Director



Doug Railton, Director