

ARTICLES OF INCORPORATION
OF
WESTERN DREDGING ASSOCIATION

I hereby associate to form a Nonstock Corporation under the provisions of Chapter 2, Title 13.1 of the 1950 Code of Virginia, as amended, and to that end set forth the following:

(a) The name of this corporation shall be WESTERN DREDGING ASSOCIATION.

(b) The purposes for which this corporation is formed are:

(1) To compile, present and publish technical papers for the advancement of dredging technology, including the design and construction of dredges and the techniques and systems used in dredging operations.

(2) The general purposes and powers are:

To participate in the World Dredging Conference through which will be offered to its members the opportunity to compile and present technical papers, and also provide a forum for communication among dredging and allied industry representatives.

To encourage harmony and cooperation among its members, and to promote a friendly and enlarged intercourse among technical societies and other organizations and associations interested in dredging operations.

To carry on educational work by collecting and disseminating among its members useful data and information relating to dredging operations.

To make people aware of the importance of dredging and its objectives and the basic fundamentals involved in this essential construction activity.

To improve the professional stature of the dredging industry throughout the world.

To emphasize the importance of understanding and the development of solutions for programs related to the protection and enhancement of the marine environment.

To recognize outstanding engineering and operational achievements by individuals and organizations.

To encourage colleges and universities to initiate courses and programs to prepare students for employment in the dredging, navigation and marine construction fields.

To disseminate information on legislative matters which relate to or impact on dredging, navigation and marine construction activities.

To afford means of cooperating and complying with the rules and regulations issued by the Local, State, Federal and International agencies, and with any other organizations or bodies with whom this corporation may have a community of interest.

To conduct activities with others as a partner, joint venturer, or in any other legal capacity authorized by law, in any transaction permitted under the law applicable to nonprofit corporations.

To employ all the necessary means and agencies to carry out the foregoing purposes, including the power to borrow or raise money for said purposes.

To buy, lease, rent or otherwise acquire, hold or use, rent, mortgage or hypothecate, exchange, sell or otherwise dispose of, real and personal property of any kind and character.

To borrow or raise money and to solicit, receive and accept for the purposes of the corporation, donations, gifts, devises and bequests of money and property of any kind.

To enter into, make, perform and carry out contracts and engagements of every nature and kind with any person, firm, corporation or association calculated to carry out the objects and purposes of this corporation.

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 hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid activities or powers or any part or parts thereof, provided the same be not inconsistent with the Virginia Nonstock Corporation Act under which this corporation is organized; provided, however, that nothing herein shall be construed to authorize the corporation to engage in any act or acts to any substantial degree that are not in furtherance of the specific and primary purposes of this corporation hereinbefore recited.

To conduct and carry on the said activities or any part thereof, and to have one or more offices and to exercise any or all of its corporate powers and rights as a Virginia Nonstock Corporation.

That anything to the contrary notwithstanding, this corporation does not contemplate pecuniary gain or profit to the members thereof, or financial benefit, directly or indirectly to any of its individual members, and that the funds of the corporation, whether received by gift or otherwise, and regardless of the source thereof, shall be used exclusively for the purposes for which the corporation is organized as the Board of Directors, from time to time, may determine.

(c) The authorized number and qualifications of members, the different classes of membership, if any, the property, voting and other rights and privileges of members and their liability to dues and assessments and the method of collection thereof, shall be set forth in the Bylaws.

(d) This corporation is one which does not contemplate pecuniary gain or profit to the members thereof, and it is orga-

nized solely for nonprofit purposes and upon dissolution of the corporation any assets remaining after payment of all debts and obligations shall be transferred or conveyed to one or more domestic or foreign corporations, societies or organizations engaged in activities substantially similar to those of this corporation.

(e) The address of the corporation's initial registered office is 4031 University Drive, Suite 202, Fairfax, Virginia and the name of the city in which it is located is Fairfax City and the name of the corporation's initial registered agent at that address is James B. Pittleman who is a resident of Virginia and a member of the Virginia Bar.

(f) That the names and addresses of the persons constituting the initial board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
W.R. Murden,	Civil Works Office Room 5 G 033 Forrestal Bldg. 1000 Independence Ave., S.W. Washington, D.C. 20314
L. P. Mathews,	P.O. Box 826 Kenner, Louisiana 70063
C. B. Hakenjos,	P.O. Box 52788 New Orleans, Louisiana 70152
D. C. Killom,	P.O. Box 649 Hendersonville, Tennessee 37075
H. P. Bure,	1611 Bush Street Baltimore, Maryland 21230
C. G. Benckhuysen	Sir Charles Tupper Bldg. Ottawa, Ontario K1A0M2, Canada
C. S. Benton	P.O. Box 7730 Metairie, Louisiana 70010
H. G. Dent, Jr.	P.O. Box 3288 Charleston, South Carolina 29407
J. D. Goodloe	P.O. Box 8707 Jacksonville, Florida 32211
J. H. King	Foot of North Portsmouth Avenue Portland, Oregon 97203
F. Lobo	P.O. Box 1141 Monterrey, NL, Mexico
A. D. Pistilli	P.O. Box 100 Wenonah, New Jersey 08090

E. H. Seagren

11091 Olive Boulevard
Room 310
St. Louis, Missouri 63141

E. P. Tanzberger

1 Shell Square
Suite 3700
New Orleans, Louisiana 70139

GIVEN under my hand this 23rd day of April, 1979.

James B. Pittman (SEAL)
Incorporator

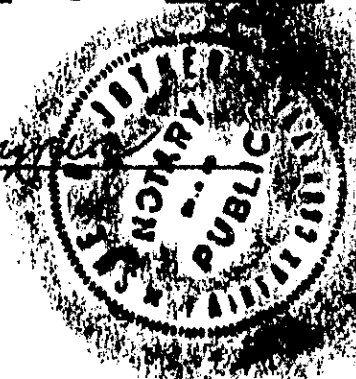
STATE OF VIRGINIA,

COUNTY OF Fairfax, to-wit:

I, the undersigned, a Notary Public in and for the State and County aforesaid do hereby certify that James B. Pittman, whose name is signed to the foregoing Articles of Incorporation, has acknowledged the same before me in my State and County aforesaid.

GIVEN under my hand and seal this 23rd day of April, 1979.

Shirley R. Joyner
NOTARY PUBLIC



My Commission Expires:

November 14, 1979

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND,
April 30, 1979

The accompanying articles having been delivered to the State Corporation Commission on behalf of

Western Dredging Association

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF INCORPORATION

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court of Fairfax County

STATE CORPORATION COMMISSION

By

Thomas P. Harwood, Jr.

Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court of Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 8th
day of May, 1979 and is now returned to the State Corporation Commission by certified mail.

Edith L. Miller

Clerk

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents constituting the charter of WESTERN DREDGING ASSOCIATION on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
July 16, 2013*

Joel H. Peck

Joel H. Peck, Clerk of the Commission