

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

ADA REMODEL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 30, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

**CORPORATE OFFICE  
ADA REMODEL, INC.  
7620 N. Apache Way Cir.  
Boise, Idaho  
PH. (208) 853-7919**

**MAR 30 10 38 AM '93  
SECRETARY OF STATE**

**ARTICLES OF INCORPORATION  
OF  
ADA REMODEL, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Idaho.

**ARTICLE I NAME**

The name of the corporation shall be ADA REMODEL, Inc.

**ARTICLE II TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE III NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Idaho, or any other state, county, territory or nation.

**ARTICLE IV CAPITALSTOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$5.00 per share.

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#### **ARTICLE V ADDRESS**

The street address of the initial registered office of the corporation shall be 7620 North Apache Way Circle, Boise, Idaho, 83703. The name of the initial Registered Agent for the corporation at that address is Rita M. Fell.

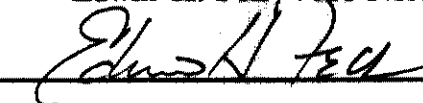
#### **ARTICLE VI NUMBER OF DIRECTORS**

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Rita M. Fell 7620 North Apache Way Circle, Boise Idaho 83793

 signature

Edwin H. Fell 7620 North Apache Way Circle, Boise Idaho 83793

 signature

#### **ARTICLE VII SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

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**ARTICLE VIII LIMITATIONS OF LIABILITY**

Each director, stockholder and officer, in consideration for his service, shall, in the absence of fraud, be indemnified, whether in office or not, for the reasonable cost and expense incurred by him in connection with the defence of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE IX SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act, or transaction, on in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director or the corporation may vote upon any transaction with the corporation without regard to the fact that he is a director of such subsidiary or corporation.

**CORPORATE OFFICE  
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**ARTICLE IX INCORPORATOR**

The name and address of the incorporator is:  
Rita M. Fell, 7620 North Apache Way Circle, Boise, Idaho 83703

Rita M. Fell signature

IN WITNESS WHEREOF, the undersigned who are the above named initial  
Directors of this corporation, have executed the Articles of Incorporation on the  
30<sup>th</sup> day of MARCH, 1993.

Rita M. Fell 7620 North Apache Way Circle, Boise Idaho 83793

Rita M. Fell signature

Edwin H. Fell 7620 North Apache Way Circle, Boise Idaho 83793

Edwin H. Fell signature

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