

FILED EFFECTIVE

FIRST AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
WESTWOOD TRUSS, INC.

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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLE I  
NAME

The name of the corporation is Westwood Truss, Inc. (the "Corporation").

ARTICLE II  
AUTHORIZED SHARES

The Corporation shall be authorized to issue ten thousand (10,000) shares of common stock having no par value.

ARTICLE III  
BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under Section 30-1-732 of the Idaho Business Corporation Act (the "Act"). The number of directors constituting the initial board of directors shall be three (3), and the names and addresses of the individuals to serve as the initial directors until the organizational meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Robert McCarthy	3500 W. Evergreen Coeur d'Alene, ID 83815
William Punkoney III	6647 East 113 North Idaho Falls, ID 83401
Gary Clay	1283 E. Mesquite Ct. Post Falls, ID 83854

ARTICLE IV  
INDEMNIFICATION

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Act, as the same exists or may hereafter be amended but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Act permitted the Corporation to provide prior to such amendment.

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**ARTICLE V  
LIMITATION OF LIABILITY**

No director shall be liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of Section 30-1-833 of the Act; or (iv) an intentional violation of criminal law.

**ARTICLE VI  
REGISTERED AGENT**

The address of the registered office of the Corporation is 6647 East 113 North, Idaho Falls, Idaho 83401, and the name of its registered agent at that address is William Punkoney III.

**ARTICLE VII  
AMENDMENT**

These First Amended and Restated Articles of Incorporation may be further amended from time to time only by the unanimous vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, I have subscribed these First Amended and Restated Articles of Incorporation this 1 day of July, 2009, prior to the issuance of shares of the Corporation, pursuant to Section 30-1-1002 of the Act.

  
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William Punkoney III, Incorporator / Registered Agent