

ARTICLES OF INCORPORATION
OF
TREASURE VALLEY FENCE & DECK, INC.

IDAHO SECRETARY OF STATE

08/03/2000 09:00
EX: 4454 ECT: 134322 BH: 338527

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STATE OF IDAHO

STATE OF TEXAS

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in this State is Amos O. Haley, 1281 N. Hampton Rd., Boise, ID 83704. Said registered agent of the Corporation is an individual residing in this State.

ARTICLE V: The number of directors of the Corporation shall be two(2) until such time as the organizational meeting of the director pursuant to the provisions of Title 30, Chapter 1 of the Idaho code. The initial director shall be Eric Narad. Subsequent to that meeting, the Corporation shall have no Board of Directors and the business and affairs of the Corporation shall be managed by direct action of the stockholders of the Corporation and all powers given to directors by the provisions of Title 30, Chapter 1 of the Idaho code or otherwise by law may be exercised by the shareholders. In exercising such power, each shareholder shall be entitled to one vote for each share of the capital stock having voting power held by such stockholder unless said stockholder shall have given his proxy for some or all of the shares held by him, in which case the holder of said proxy shall be entitled to vote said shares. All questions shall be decided by the vote of a majority of the stock having voting power present in person or by proxy, unless there is a requirement for greater than a majority vote on the question contained in these Articles, the Bylaws of the Corporation, or any written agreement among shareholders of the company.

ARTICLE VI: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000), with No par value.

ARTICLE VII: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the stockholders:

(1) The director and, after the aforesaid organizational meeting, the shareholders shall not have the power to alter, amend, or repeal the Bylaws or to adopt new Bylaws except by unanimous vote of all shareholders.

(2) The Corporation reserves the right from time to time to make any amendment of its charter now or hereafter authorized by law, including any amendment which alters the contract rights as expressly set forth in the charter, provided however, that such amendment shall be made only upon unanimous vote of all shareholders.

(3) All shares of capital stock of the Corporation shall bear a clear legend that the shares of such stock may not be transferred except pursuant to the restrictions contained in citation to the state's corporation law.

(4) No shares of common stock (including treasury stock) in this Corporation shall be issued without the consent of holders of all of the common stock then issued and outstanding.

(5) The affirmative vote of the holders of all of the outstanding shares shall be necessary for the following corporate action:

- (a) Reduction or increase of the stated capital of the Corporation;
- (b) Reduction or increase in the number of authorized shares of the Corporation;
- (c) Merger or consolidation of the corporation;_
- (d) Sale, lease or exchange of a major portion of the

- property or assets of the Corporation;
- (e) Removal of any person from a principal corporate office; and change in the compensation, tenure, status, or conditions of employment of any of the principal corporate officers (principal corporate officers being defined as president, vice president, secretary, and treasurer).

ARTICLE VIII: The corporation shall elect the provisions of Subchapter S of the Internal Revenue Code and follow all requirements contained therein.

ARTICLE IX: The first right of redemption of any corporate stock shall be made to the corporation, if elected to be purchased by the Board of Directors. Shareholder with controlling interest (51% or more) shall have second right of redemption.

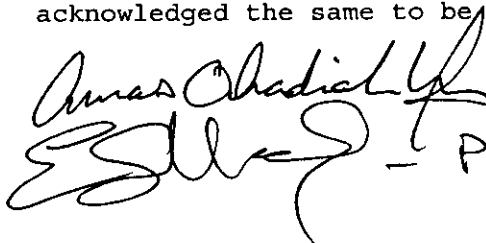
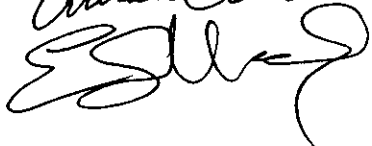
ARTICLE X: (SPECIAL PROVISIONS) The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish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

ARTICLE XI: TERM OF EXISTENCE This corporation shall exist perpetually.

ARTICLE XII: (LIMITATION OF LIABILITY) Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense 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 XIII: (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, or 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 of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on the 26TH day of JULY, 2000, and acknowledged the same to be my act.

 - SECRETARY
 - PRESIDENT