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STATE OF IDAHO

ARTICLES OF INCORPORATION OF CARPENTERS, INC.

The undersigned, all being persons over the age of eighteen years, for the purpose of forming a corporation under the provisions of Title 30, Chapter 1, Idaho Code, adopt the following Articles of Incorporation:

I. NAME

The name of the corporation is **CARPENTERS, INC.**

II. DURATION

The corporation shall have perpetual existence.

III. PURPOSE

The corporation is organized to do all and anything for which corporations may be incorporated and authorized under the provisions of Title 30, Chapter 1, Idaho Code, as it now exists or as it may hereafter be amended.

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IV. CAPITALIZATION

The total number of shares that the corporation shall have authority to issue is FIVE THOUSAND SHARES (5,000) shares of common, voting stock. These shares shall be without par value.

V. SHAREHOLDER PREEMPTIVE RIGHTS

Each shareholder shall have the preemptive rights to acquire additional shares which may be issued by the corporation, as follows:

A. Preempted shares. Before any unissued shares of this corporation are offered for sale or otherwise disposed of, the shareholders shall have the first right to purchase such shares. Each shareholder shall be entitled to purchase a percentage of such preempted shares equal to the percentage the shareholder owns of all shares then outstanding, or such lesser number of the preempted shares as the shareholder elects to purchase.

B. Terms and conditions. The purchase of preempted shares by existing shareholders shall be on terms and conditions, including purchase price, not less favorable than those under which it is proposed they be offered for sale or otherwise disposed of to others.

C. Notice of proposed disposition; waiver of preemptive rights. Written notice shall be given to each shareholder of each proposal for the sale or other disposition of the preempted shares. The notice shall state the number of shares involved, and

the terms of the proposed sale or disposition. The preemptive rights of any shareholder shall be deemed waived as follows:

1. If the shareholder at any time agrees in writing to waive the shareholder's rights as to any specific preempted shares, the waiver shall be deemed effective as to those shares;
2. If, within 14 days after the written notice is given to a shareholder as provided above, the shareholder does not agree in writing to purchase all the preempted shares which the shareholder is entitled to purchase, the waiver shall be deemed effective as to those shares the shareholder has not agreed to purchase.

D. Sale pursuant to waiver. If there is a waiver of preemptive rights, the corporation may sell the shares to which the waiver pertains to any person or entity during the six-month period following the date notice was given to each shareholder of the proposed sale or disposition. The purchase price, terms, and conditions of sale shall not be less favorable to the corporation than those set forth in the notice. If the shares are not sold or disposed of within the six-month period, the shares shall again become subject to the preemptive rights set forth above.

E. Written demand to exercise preemptive rights. Regardless of whether the notice provisions set forth in Section C, above, have been complied with, any shareholder who fails to make written demand upon the corporation to exercise preemptive rights within two years after the preempted shares have been issued shall be deemed to have waived any preemptive rights as to the shares.

VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office shall be 1140 Hatter Creek Road, Princeton, Idaho, 83857. The initial registered agent of the corporation at that address shall be Thomas Carpenter.

VII. MAILING ADDRESS

The mailing address of the corporation shall be 1140 Hatter Creek Road, Princeton, Idaho, 83857.

VIII. CORPORATE DIRECTORS

The management of the corporation shall be vested in a Board of Directors. The number of Directors, their qualifications, terms of office, manner of election, time and place of meeting, and power and duties of the Directors shall be as set forth in the By-laws of the corporation, except that the initial Board of Directors shall consist of three Directors. The names and addresses of the persons who are to serve as the initial Directors until the first annual meeting of shareholders or until their successors are elected, are as follows:

Thomas Carpenter
1140 Hatter Creek Road
Princeton, Idaho 83857

Valerie Carpenter
1140 Hatter Creek Road
Princeton, Idaho 83857

IX. LIMITATION OF DIRECTORS' LIABILITY

No Director shall have any liability to the corporation or its shareholders for monetary damages for conduct as a Director, except for intentional misconduct, or a knowing violation of law by the Director, for conduct violating RCW 23B.08.310, or for any transaction from which the Director will personally receive a benefit in money, property, or services to which the Director is not legally entitled. No repeal or modification of this section shall be applied retroactively to any conduct of a Director occurring prior to the repeal or modification.

X. INDEMNIFICATION OF DIRECTORS AND OFFICERS

The corporation shall indemnify any person made a party to a proceeding because the person is or was a Director or officer of the corporation against liability or expenses incurred in the proceeding; provided, no such indemnity shall indemnify any such person from or on account of:

- A. Acts or omissions of the officer or Director finally adjudged to be intentional misconduct or a knowing violation of law;
- B. Conduct of the officer or Director finally adjudged to be in violation of RCW 23B.08.310; or
- C. Any transaction with respect to which it was finally adjudged that such officer or Director personally received a benefit in money, property, or services to which the officer or Director was not legally entitled.

XI. INCORPORATORS

The names and addresses of the incorporators of the corporation are as follows:

Thomas Carpenter, 1140 Hatter Creek Road, Princeton, Idaho, 83857;
and

Valerie Carpenter, 1140 Hatter Creek Road, Princeton, Idaho 83857.

XII. BY-LAWS

The Board of Directors shall have the power to adopt, amend, or repeal the By-laws or adopt new By-laws, subject to the power of the shareholders to adopt, amend, or repeal the By-laws.

DATED 6/8, 2004.


Thomas Carpenter, Incorporator


Valerie Carpenter, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT

I, THOMAS CARPENTER, hereby consent to serve as Registered Agent in the State of Idaho, for the following corporation: CARPENTERS, INC. I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the corporation for which I am agent.



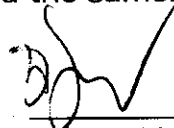
Thomas Carpenter

Date: 6/8/04

Address: 1040 Hatter Creek Road
Princeton, ID 83857

STATE OF WASHINGTON)
) ss.
County of Whitman)

On this 8 day of June, in the year 2004, before me STEPHEN BUSHOP,
a Notary Public, personally appeared THOMAS CARPENTER and VALERIE
CARPENTER known to me to be the persons whose names subscribed to the within
instrument, and acknowledged that they executed the same.



NOTARY PUBLIC, residing at
Garfield