

CERTIFICATE OF INCORPORATION
OF

LIGHTS, INC.

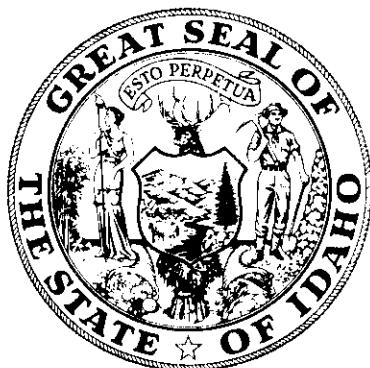
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

LIGHTS, INC.

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: **April 22, 1982**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
LIGHTS, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, acting as Incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such a corporation.

ARTICLE I

The name of the corporation hereby formed shall be LIGHTS, INC.

ARTICLE II

The period of its duration shall be perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized is to engage in the business of selling lights and light fixtures and to carry on and conduct any business incidental thereto and, further, to have as its purpose or purposes any and all lawful acts or purposes under the laws of the State of Idaho and any other state or foreign country.

The corporation shall have the power:

(a) To purchase, lease, or otherwise acquire, and to hold, use, and operate, or sell, or otherwise dispose of any real estate or interest in land, or interest in any business of any kind and of every kind and nature of itself.

(b) To take assignments of property, whether real or personal, and to bring suit through legal counsel in its own name or on behalf of its clients or for itself.

(c) To enter into a franchise to give others the same right to act or to enter into any and all other contracts as possessed by itself with third parties and to employ personnel to act for it and in its behalf.

(d) To engage in distributing, retailing, jobbing, wholesaling, or manufacturing any items which may properly become a part of the business, or to operate any other businesses separately and independently of the main business if the Board of Directors shall deem it expedient and the same shall be lawful.

(e) To purchase or otherwise acquire and hold and own or to sell, assign, transfer, mortgage, pledge, hypothecate, or otherwise dispose of any and all personal or real property which the corporation may need or own for the purpose of carrying on any of the purposes herein mentioned.

(f) The corporation may conduct its business anywhere within the State of Idaho and may have branch businesses, complete and independent within the state or in any of the states, territories, colonies, possessions of the United States or in any foreign country, without in any way limiting the foregoing purposes. It is further provided that the corporation shall have power to do any and all acts and things that may be reasonable, necessary, or appropriate to accomplish any of the purposes for which the corporation is formed, or which may be construed to be in any manner remotely connected or concerned.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares of common stock at no par value.

Stockholders shall not be liable to the corporation or its creditors for any debts or obligations of the corporation.

ARTICLE V

The corporation shall not commence business until at least One Thousand Dollars (\$1,000.00) has been received by it as consideration for the issuance of shares.

ARTICLE VI

The principal place of business and the principal office of the corporation shall be in Bannock County, State of Idaho. Branch offices or other places of business may be established elsewhere in the State of Idaho or without the State of Idaho and in the United States or without the United States as the Board of Directors may determine.

ARTICLE VII

Provisions for the regulation of the internal affairs of the corporation will be contained in Bylaws appropriately adopted by the Board of Directors in accordance with Section 30-1-4 of the Idaho Business Corporation Act, as amended.

ARTICLE VIII

The address of the initial registered office of the corporation is 889 Bitterroot, Pocatello, Idaho 83201. The name of its initial registered agent is W. Scott Elmer, and the address of the registered agent is 889 Bitterroot, Pocatello, Idaho 83201.

ARTICLE IX

The number of Directors shall be not less than three(3) nor more than nine (9), and the Directors constituting the initial Board shall be three (3), and the names and address of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

W. Scott Elmer
889 Bitterroot
Pocatello, Idaho 83201

Thomas R. Horn
3209 Hollyhock Hill
Salt Lake City, Utah 84121

Wayne Cooper
270 West 375 North
Hyde Park, Utah 84318

ARTICLE X

The name and address of each Incorporator is:

W. Scott Elmer
889 Bitterroot
Pocatello, Idaho 83201


Thomas R. Horn
3209 Hollyhock Hill
Salt Lake City, Utah 84121

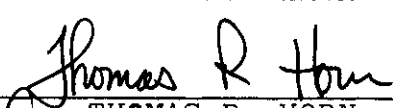
Wayne Cooper
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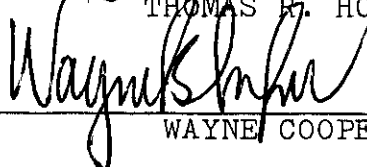
ARTICLE XI

These Articles may be amended by a majority vote of the outstanding shares of stock of the corporation at a meeting to be called for that purpose, notice of which shall have been given as provided by the Bylaws of the corporation.

IN WITNESS WHEREOF, said Incorporators have hereunto set their hands this 22 day of March, 1982.


W. SCOTT ELMER


THOMAS R. HORN


WAYNE COOPER

STATE OF UTAH)
 :SS.
County of Davis)

On the 22 day of March, 1982, personally appeared before me W. Scott Elmer, Thomas R. Horn, and Wayne Cooper, who being first duly sworn, severally declare that they are the persons signing the foregoing document as Incorporators and that the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunder set my hand and
seal this 22 day of March, 1982.

My Commission Expires:

4-2-'82

Dean S. Robinson
NOTARY PUBLIC, residing in:
Davis County, Utah

4-2-82