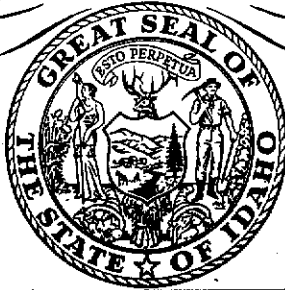


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

NELSON SHEET METAL, INC.

was filed in the office of the Secretary of State on the fourteenth day
of April A.D., One Thousand Nine Hundred sixty-nine and
/ddilly recorded on Film No. ~~-----~~ microfilm of Record of Domestic Corporations, of the State of
Idaho, and that the said articles contain the statement of facts required by Section 30-103,
Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates
and successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Payette, Idaho in the County of Payette

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this 14th day of April ,
A.D., 19 69 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

NELSON SHEET METAL, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all full age citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

I.

That the corporate name of this corporation shall be "NELSON SHEET METAL, INC."

II.

That the purposes and objects for which said corporation are formed are as follows:

(a) To engage in the business of fabricating sheet metal, metal and fibre glass products, together with the installation and services connected therewith, including heating and airconditioning services and installation of all and every type, together with all attendant businesses and operations connected therewith.

(b) To acquire, buy, own, hold, sell, exchange, let or lease personal property and real estate within the State of Idaho, or outside the State of Idaho, and to lend money for profit, and to make, hold, and realize upon any property pledged or hypothecated for the payment thereof.

(c) To borrow money for the purposes of this corporation, to issue bonds, notes and debentures and other evidences of indebtedness therefor, and to secure the same by mortgage or pledge of personal property, including the income of said corporation, or by mortgage of real property, executed in trust or otherwise. All or any portion of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

(d) To build any or all buildings, structures, warehouses and stores necessary or convenient for the conduct of the business of

1 said corporation, or to acquire the same by purchase, lease or other-
2 wise.

3 (e) To purchase, lease, or otherwise acquire, in whole or in
4 part, the business, goodwill, rights, franchises and property of
5 every kind, and to take over the whole or any part of the assets or
6 liabilities of any person, firm, association or corporation engaged
7 in or authorized to be conducted by this corporation, or owning pro-
8 perty necessary or suitable for its purposes and to pay for the same
9 in cash, in the stock or bonds of this corporation, or otherwise; to
10 hold or in any manner dispose of the whole or any part of the busi-
11 ness property so acquired, and to exercise all the powers necessary
12 or incidental to the conduct of such business.

13 (f) To enter into any contract, co-operative agreement or pro-
14 fit sharing plan with its officers or employees that the corporation
15 may deem advantageous or expedient, or otherwise to reward or pay
16 such persons for their services as the directors may deem fit.

17 (g) To purchase, or otherwise acquire, own, hold, mortgage,
18 pledge, sell, assign, transfer or otherwise dispose of shares of
19 capital stock of this corporation or evidences of indebtedness of
20 any kind or nature created by any corporation or corporations,
21 wherever organized, whether public or private, including the right
22 to participate in the forming of any new corporation that in any-
23 wise affects or is related to the major purposes of this corporation,
24 including the purchase of stock of any other corporation.

25 (h) To exercise generally the powers customarily exercised by
26 business corporations, and particularly the powers provided by the
27 laws of the State of Idaho, referring especially to Section 30-114,
28 Idaho Code, in any State in the United States and throughout the
29 world.

30 (i) To carry on any other business, or to do anything in con-
31 nection with the objects and purposes above mentioned that may be
32 necessary or proper to accomplish successfully or promote the said

objects and purposes. The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the powers of the corporation to do any of the things within the purview of its general purposes.

III.

This corporation shall have perpetual existence.

IV.

The location and post office address of the registered office in this State and principal place of business shall be P. O. Box 548, Payette, Payette County, Idaho.

V.

That the authorized capital stock of this corporation shall be ONE HUNDRED THOUSAND and NO/100 (\$100,000.00) DOLLARS, divided into 1000 shares of common capital stock at the par value of \$100.00 per share, such share of which stock shall be entitled to one vote on all matters, and no subsequent issue of any stock shall be entitled to any voting privileges, and no preference is granted to or imposed upon this first issue of 1000 shares of common capital stock, except that said stock shall be non-assessable. Transfer of said stock may be restricted as provided in the By-laws of this corporation.

VI.

That the corporate powers of said corporation shall be vested in a board of directors, three in number, which shall be elected and chosen as set forth in the By-laws of this corporation.

VII.

The corporate stock of said corporation, at the date of said incorporation is subscribed as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Elmo Gerhard Nelson	Payette, Idaho	1
Velda E. Nelson	Payette, Idaho	1
Clarence W. Nelson	1324 2nd Avenue South Payette, Idaho	1
Elmo Eugene Nelson	815 Hughes Drive Payette, Idaho	1

1 All of whom constitute the incorporators of this corporation.

2 IN WITNESS WHEREOF, The persons named herein as incorporators
3 have hereunto set their hands this 10th day of April, 1969.

4 Gerhard
5 Elmo G. Nelson

6 Velda F. Nelson

7 Clarence W. Nelson

8 Elmo Eugene Nelson

9
10
11
12 STATE OF IDAHO }
13 County of Payette } ss.

14 On this 10th day of April, 1969, before me, the undersigned,
15 a Notary Public in and for said State, personally appeared ELMO
16 GERHARD NELSON, VELDA F. NELSON, CLARENCE W. NELSON and ELMO EUGENE
17 NELSON, known to me to be the persons whose names are subscribed to
the above and foregoing Articles of Incorporation, and acknowledged
to me that they executed the same.

18 IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
19 official seal, the day and year in this certificate first above
20 written.

21 Dwaine L. Welch
22 Notary Public for Idaho,
23 Residing at Payette, Idaho.