



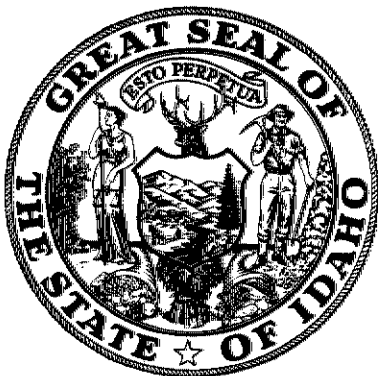
**CERTIFICATE OF INCORPORATION  
OF**

**NORTHWEST ROOFING, 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 the above named corporation, 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: *July 2, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

RECORDED  
SEC. 37

JUL 2 10 58 AM '86

86 JUN 30 9 47 AM '86

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned,  
being a person of full age and being a citizen of the United  
States, in order to form a corporation for the purposes hereinafter  
stated, pursuant to the Business Corporation Act of Idaho, do  
hereby certify that:

FIRST: The name of the Corporation is Northwest Roofing,  
Inc.

SECOND: The purpose for which said corporation is formed  
is: to engage in construction roofing and any other lawful  
purpose.

THIRD: The Corporation is to have perpetual existence.

FOURTH: The location and address of the registered office  
of the Corporation is: 1403 North Davis, Post Office Box 1752,  
McCall, Idaho 83638, and the name of its initial registered agent  
is at such address and is Scott Goodman.

FIFTH: The total authorized number of shares which the  
Corporation shall have authority to issue is 10,000 shares, all  
of one class, no par value.

SIXTH: The number of directors constituting the initial  
Board of Directors of the Corporation is three (3), and the names  
and addresses of the persons who are to serve as directors until  
the first annual meeting of shareholders or until their successors  
are elected and shall qualify are:

President: Scott L. Goodman  
Box 1752  
McCall, Idaho 83638

Vice President: Kim T. Goodman  
Box 1752  
McCall, Idaho 83638

Secretary/Treasurer: Gery B. Gudgell  
P.O. Box 480  
McCall, Idaho 83638

SEVENTH: The name and address of the incorporator is: Scott L. Goodman, Box 1752, McCall, Idaho 83638.

EIGHTH: This shall be considered a Small Business (Sub. S) Corporation and shall remain so unless the Board of Directors and stockholders decide to change that status with a majority vote.

Date: June 27, 1986

Scott L. Goodman  
Incorporator: Scott L. Goodman

State of Idaho )

)

County of Valley )

On this 27<sup>th</sup> day of June, 1986, before me, the undersigned Notary Public in and for said County and State, personally appeared Scott Goodman, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as his free act and deed.

Maureen Clinto  
Notary Public for Idaho  
Residing at Her Meadows  
My Commission Expires: 37991