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STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
ANDREWS INSULATION, INC.

IDAHO SECRETARY OF STATE
12/21/1999 09:00
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The undersigned, acting as incorporator(s) of a corporation under the Idaho Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation shall be ANDREWS INSULATION, INC.

ARTICLE II

PURPOSE

(A) To engage in the business of a contractor applying urethane foam and/or any other aspects of the building and/or construction trades.

(B) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease assign, transfer, mortgage and/or convey any rights, privileges, franchises on or to real or personal property.

(C) To incur debts for any lawful purpose and to raise, borrow and secure the payment of money in any lawful manner, including, but not limited to bonds, debentures, and/or any other negotiable or non-negotiable instrument, all of which may be secured or unsecured.

(D) To sue and be sued, appear and complain and defend in any court of law and equity or before any board, commission or tribunal.

(E) To employ persons and appoint such officers as the business of the corporation may require; and, in connection therewith, create, carry out, abolish, revise, amend, and/or alter pension plans, profit sharing plans, medical plans, insurance plans, and recreational plans and/or facilities at the corporation's expense and/or upon such other terms and conditions as may be determined by the Board of Directors.

(F) To acquire and carry on all or any part of the business or property of any corporation engaged in a business similar to that authorized to be conducted by this corporation, and to undertake in connection therewith, any liability of any person, firm, association or corporation described as aforesaid.

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(G) To enter into partnership or into any arrangement for sharing profits, union of interests, cooperation, joint venture, reciprocal concession or otherwise, with any person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which the company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit the company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold, reissue, with or without guarantee, or otherwise deal with the same.

(H) To do all things necessary, essential, convenient or proper for the accomplishment of any and all of the aforementioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

ARTICLE III

PLACE OF BUSINESS

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as 631 E. 1500 N., Shelley, Idaho 83274. The name of the registered agent is ARDERY D. ANDREWS, at that address

ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

CAPITAL

The amount of the total authorized capital stock of this corporation is One Hundred Thousand Dollars (\$100,000.00), which shall be evidenced by shares having a par value of One Hundred Dollars (\$100.00). This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code.

Such stock is, and shall remain, non-assessable.

ARTICLE VI

NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE VII

AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended, and/or adopted by the shareholders by two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

ARTICLE VIII

CAPITAL STOCK

The amount of capital stock actually subscribed by the persons whose residence are hereinafter set forth appear opposite the names of said persons as follows, to wit:

<u>NAME</u>	<u>ADDRESS</u>	<u>AMT. OF STOCK SUBSCRIBED</u>
Ardery D. Andrews	631 E. 1500 N. Shelley, Id. 83274	One (1) Share
Eugene W. Andrews	6565 S. 35 th W. Idaho Falls, Id. 83402	One (1) Share

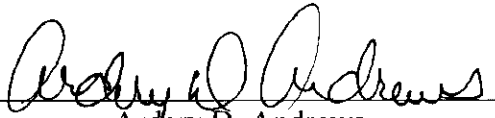
ARTICLE IX

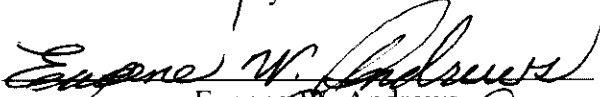
BOARD OF DIRECTORS

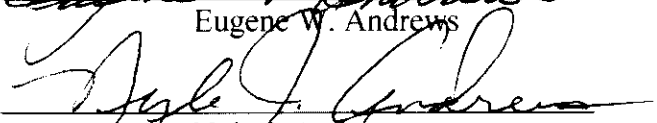
<u>NAME</u>	<u>ADDRESS</u>
Ardery D. Andrews	631 E. 1500 N. Shelley, Id. 83274
Eugene W. Andrews	6565 S. 35 th W. Idaho Falls, Id. 83402
Nyle J. Andrews	631 E. 1500 N. Shelley, Id. 83274

IN WITNESS WHEREOF, We have hereunto set our hands and seals in duplicate originals this _____ day of September, 1999.

Andrews Insulation, Inc.


Ardery D. Andrews


Eugene W. Andrews


Nyle J. Andrews