

FILED/EFFECTIVE

ARTICLES OF INCORPORATION
OF
CAPITOL HEATING & AIR CONDITIONING, INC.

SEP 29 9 52 AM '00
IDAHO SECRETARY OF STATE
29/2000 09:52
CI: 136646 MI: 351545
CORP # 100.00 = 100.00

C/35794

KNOWN BY ALL MEN THESE PRESENTS, That we, the undersigned, being natural persons of legal age, and citizens of the United States, do hereby associate ourselves together with the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we hereby certify:

I.

The name of this corporation shall be CAPITOL HEATING & AIR CONDITIONING, INC.

II.

The nature, objects, and purposes for which this corporation is formed shall be:

- a. To sell, install, and service residential heating and air conditioning units.
- b. To lease, sell, purchase and sell equipment and or personal property of all types and nature and to acquire, buy, own, hold, sell exchange, let or lease personal property within the state of Idaho, or outside the state of Idaho.
- c. To borrow money for the purposes of this corporation, to issue notes, and debentures and other evidences of indebtedness therefore and to secure the same by mortgage or pledge of personal property, including the income of this corporation, or by mortgage of real property, executed in trust or otherwise. All or any portion of the real or personal property of this corporation may be pledged, mortgaged, or hypothecated;
- d. To build any or all buildings, structures, warehouses, or erect the same involved in the said business, and to acquire the same by purchase, lease or other means;
- e. To purchase, lease, or otherwise, acquire in whole or in part, the business, goodwill, rights, franchises, and property of every kind, and to take over the whole or any part of the assets or liabilities of any person, firm, association or corporation engaged in or authorized to be conducted by this corporation, or owning property necessary or suitable for its purposes and to pay for the same in cash, in the stock or bonds of this corporation, or otherwise; to hold or in any manner dispose of the whole or in any part of the business or property so acquired, and to exercise all the powers necessary or incidental to the conduct of such business;
- f. To enter into any contract, co-operative agreement or profit-sharing plan with its officers or employees that this corporation may deem advantageous or expedient, or otherwise to reward or pay such persons for their services as the directors see fit;
- g. To purchase, or otherwise acquire, own hold, mortgage, pledge, sell, assign, transfer, or otherwise dispose of shares of capital stock of this corporation or evidence of indebtedness of every kind or nature created by any corporation or corporations, wherever organized, whether public or private;

- h. To exercise generally the owners generally exercised by business corporations, and particularly the powers provided by the laws of the state of Idaho, in any state of the United States, and throughout the world;
- i. To carry into effect the objects and purposes above mentioned, this corporation is authorized to do all and singular the things necessary and convenient to carry out the general purposes for which it is organized;
- j. To transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
- k. To carry on any other business, or do anything in connection with the objects and purposes above mentioned that may be necessary and proper to accomplish successfully or promote the said objects and purposes of this corporation; and
- l. The foregoing clauses, by reason of the specific enumeration of powers, shall no be held to restrict the power of this corporation to do any and all acts within it general and lawful powers as a corporation of the state of Idaho.

III.

The duration of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation and the name of the registered agent of this corporation is and shall be:

Michael G. Vasil
1415 N. 58th
Nampa, ID 83651

V.

The total authorized number of shares, which may be issued by this corporation, is 5,000 shares of common stock, non-assessable, with a par value of ONE DOLLAR (\$1.00) per share, for a total capitalization of \$5,000.00

VI.

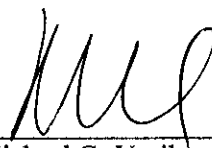
All shares of this corporation are the same class with equal rights and voting power and without reference or priority of any share over any other share.

VII.

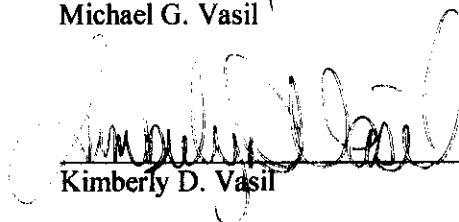
The names and addresses of the incorporators and of the directors, and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Michael G. Vasil	1415 N. 58 th Nampa, Idaho 83651	ONE (1)
Kimberly D. Vasil	415 N. 58 th Nampa, ID 83651	ONE (1)

IN WITNESS WHEREOF, WE, THE UNDERSIGNED, being each of the original incorporators of CAPTIOL HEATING & AIR CONDITIONING, INC., have hereunto set our hands and seals and caused these Articles of Incorporation to be executed in duplicated, this 28th day of SEPTEMBER, 2000.



Michael G. Vasil



Kimberly D. Vasil

STATE OF IDAHO)
) ss.
County of Canyon)

On this _____ day of _____, 20____, before me, the undersigned, a Notary Public in and for said State, personally appeared MICHAEL G. VASIL and KIMBERLY D. VASIL, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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

Notary Public for Idaho
Residing at: _____
My commission expires: _____