

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

MR. INSULATION, INC.

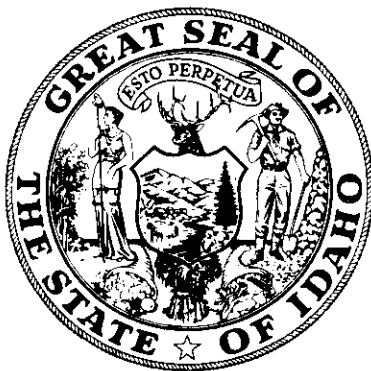
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

MR. INSULATION, 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 October 5, 19 79.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

FILED

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ARTICLES OF INCORPORATION

SECRETARY OF
STATE

MR. INSULATION, INC.

* * * * *

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being natural persons of full age, and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the provisions of the General Corporation Laws of the State of Idaho, do hereby certify as follows, to-wit:

ARTICLE I

The name of the corporation is Mr. Insulation, Inc.

ARTICLE II

The purposes and objects for which the corporation is formed are:

A. To buy, sell, lease, let, mortgage, exchange or otherwise acquire or dispose of lands, buildings, real property, hereditaments and appurtenances of all types and kinds and wheresoever situate, and of any interest and rights therein to the same extent as natural persons might or could do, and without limitation as to amount.

B. To acquire by purchase, subscription or otherwise, and to own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge, or otherwise dispose of any shares of capital stock, script, bonds, mortgages, securities, or other evidences of indebtedness, issued or created by any other corporation, joint stock company or association, public or private, or by whomsoever issued, and while the holder thereof, to possess and exercise in respect thereto any and all rights, powers and pledges or ownership, including the right to vote thereon.

C. To make, perform and carry out contracts of every kind and description, made for every lawful purpose without limitation to amount, with any person, firm, association or corporation, either public or private, or within any territory or

State or any agency thereof.

D. To borrow money, draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures, promissory notes, and any other evidence of indebtedness, and for the purpose of securing any of its obligations or contracts; to transfer, convey, deliver, mortgage and/or pledge all or any part of its property or assets, real or personal, at any time owned or held by the corporation, upon such terms and conditions as the Board of Directors shall authorize and as may be permitted by law.

E. To acquire, hold, sell, reissue, or cancel any shares of its own capital stock; provided, however, that this corporation may not use any of its funds or property for the purchase of its own capital stock when such use would cause any impairment of the capital of the corporation, and provided, further, that the shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly.

F. To purchase or otherwise acquire the whole or any part of the property (real or personal), assets, business, and good will of any other person, firm, corporation or association, and to conduct in any lawful manner the business so acquired; and to exercise all the powers necessary or convenient for the conduct, management and carrying on of such business.

G. To buy, sell, acquire, hold or mortgage, pledge, lease, assign, transfer, trade and deal in any and all types of personal and real property.

H. To have one or more offices to carry on any part of its operation and business, and to do any and all things necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or of the attainment of any of the objects herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which may now or hereafter be authorized by law, and this to the same extent and as fully as natural persons might or could do, as principal or agent, and either alone or in conjunction with any person, firm, association or corporation.

I. To have and to exercise any and all powers and

privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the General Corporation Laws of said State, or under any act or acts amendatory thereof or supplemental thereto or substituted therefor, and carry on any lawful business whether specifically identified herein or not.

The foregoing clauses are to be construed both as objects and powers, and it is hereby expressly provided that enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The location of the principal office for the transaction of the business of the corporation shall be in the City of Hailey, County of Blaine, State of Idaho, with a mailing address of P.O. Box 790, Hailey, Idaho.

ARTICLE V

The authorized agent of this corporation shall be C. Dennis Robison.

ARTICLE VI

The amount of authorized capital stock of this corporation is TEN THOUSAND DOLLARS (\$10,000.00), which shall be divided into ^{10,000 *}~~5,000~~ shares with the par value of ONE DOLLAR (\$1.00) per share.

ARTICLE VII

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of stock of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VIII

The names and post office addresses of the incorporators and the number of shares subscribed for by each are as follows, to-wit:

** authorized by Bry Behrmann.*

NAME	POST OFFICE ADDRESS	NO. OF SHARES
DAVID FARMER	P.O. Box 790 Hailey, Idaho	5,000
PAM FARMER	P.O. Box 790 Hailey, Idaho	-0-
C. DENNIS ROBISON	P.O. Box 790 Hailey, Idaho	5,000
AMELIA ROBISON	P.O. Box 790 Hailey, Idaho	-0-

ARTICLE IX

The initial directors of this corporation shall be C. Dennis Robison, Amelia Robison, David Farmer, and Pam Farmer.

ARTICLE X

The number of Directors in the corporation shall be specified in the Bylaws, and such number may be from time to time increased or decreased, in such manner as may be prescribed by the Bylaws of the corporation; provided, however, that the number of Directors of the corporation shall not be less than three nor more than seven. In the event of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the stockholders, and until their successors are elected and duly qualified.

ARTICLE XI

This corporation is formed and shall act under and pursuant to Subchapter "S" of the Internal Revenue Code of the United States.

ARTICLE XII

The Board of Directors is expressly authorized to repeal and amend the Bylaws of the corporation, and to adopt new Bylaws, and the corporation reserves the right to amend, endorse, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, by a two-thirds vote of the shareholders, represented in person or by proxy, at any annual meeting of the shareholders, or at any meeting duly called for that purpose, except where the laws of the State of Idaho otherwise provide.

IN WITNESS WHEREOF, we have hereunto set out hands
this 1 day of October, 1979.

David L. Farmer
DAVID FARMER

Pam Farmer
PAM FARMER

C. Dennis Robison
C. DENNIS ROBISON

Amelia Robison
AMELIA ROBISON

STATE OF IDAHO)
) ss.
County of Gem)

On this 1 day of October, 1979, before
me, a Notary Public in and for said State, personally appeared
DAVID FARMER, PAM FARMER, C. DENNIS ROBISON, and AMELIA ROBISON,
known to me to be the persons whose names are subscribed to the
within instrument and acknowledged to me that they executed the
same.

Bry Behrmann
NOTARY PUBLIC FOR IDAHO
RESIDING AT EMMETT
MY COMM. EXPIRES: life