

**CERTIFICATE OF INCORPORATION
OF**

INSULATORS, 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 18, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

Inge Hiken

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SEC. OF STATE
ARTICLES OF INCORPORATION OF
INSULATORS, INC. JUL 18 AM 8 40

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation is INSULATORS, INC.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized is for the transaction of business relating to Insulation and any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The authorized capital stock of this corporation shall consist of 5,000 shares of common stock having a par value of ONE DOLLAR (\$1.00) per share and an aggregate par value of FIVE THOUSAND DOLLARS (\$5,000.00); all said shares shall be issued fully paid and shall not be subject to an assessment.

V.

That the amount of said capital voting stock that has been actually subscribed is five hundred (500) shares, and the names and addresses of the persons who have subscribed therefore and the number of shares subscribed by each, are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NO. SHARES</u> |
|--------------------|-------------------------------------------|-------------------|
| Frederic Ann Gauss | 2239 Robb Street Idaho Falls, ID 83402 | 250 |
| Tracie Rae Wilcox | 460 W. Highway #39 Blackfoot, ID 83221 | 250 |

VI.

The private property of the shareholders shall not be subject to the payment of corporate debts to any extent whatsoever.

VII.

The address of the initial register office of the corporation is 2239 Robb Street, Idaho Falls, Idaho 83401, and the name of its initial registered agent at such address is Frederic Ann Gauss.

VIII.

This corporation shall have the power and authority to buy its own stock and hold the same as treasury stock or to sell or otherwise dispose of the same.

IX.

The number of directors constituting the initial Board of Directors of this corporation is two (2). The name and address of those persons who shall serve as directors until their successors are elected and qualified are:

| | |
|--------------------|-----------------------------------------|
| Frederic Ann Gauss | 2239 Robb Street, Idaho Falls, ID 83402 |
| Tracie Rae Wilcox | 460 W. Highway #39, Blackfoot, ID 83221 |

X.

The name and address of each incorporator is:

NameAddress

Frederic Ann Gauss

2239 Robb Street
Idaho Falls, ID 83402

Tracie Rae Wilcox

460 W. Highway #39
Blackfoot, ID 83221

XI.

It is expressly provided and made a part of any contract of subscription to the stock of this corporation that every stockholder or shareholder of this corporation before selling any stock belonging to himself or herself shall offer to sell the same to the corporation at the fair book value of said stock at the time such offer is made. In the event the corporation declines to purchase such stock after being given said offer in writing, every shareholder and stockholder before selling any such stock shall offer the same to the remaining shareholders and stockholders at the fair book value of such stock at the time such offer is made. In case of disagreement of what the fair book value is at any such time, the matter in dispute shall be arbitrated. Any attempt of sale of any stock to a person or persons other than as heretofore expressed shall be void.

XII.

The right and power to amend, appeal, alter, rescind and adopt the By-Laws of this corporation and to adopt new By-Laws is expressly conferred upon the Board of Directors of this corporation as provided by statute.



FREDERIC ANN GAUSS
TRACIE RAE WILCOX

STATE OF IDAHO)
 : ss.
County of Bingham)

On this 15th day of July, 1988, before me, the undersigned Notary Public in and for said State, personally appeared FREDERIC ANN GAUSS, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

(SEAL)




Notary Public for Idaho
Residing at: Blackfoot, Idaho
Commission Expires: 10-10-92

STATE OF IDAHO)
 : ss.
County of Bingham)

On this 15th day of July, 1988, before me, the undersigned Notary Public in and for said State, personally appeared TRACIE RAE WILCOX, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

(SEAL)



Notary Public for Idaho
Residing at: Blackfoot, Idaho
Commission Expires: 10-10-92