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CLERK OF IDAHO  
STATE

ARTICLES OF INCORPORATION  
OF  
YOUNGBERG HEATING & COOLING, INC.

KNOW ALL MEN BY THESE PRESENTS; That we, the undersigned, each being a natural person of full age and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, Idaho Code, Title 30, Chapter 1, and we do hereby certify, declare and adopt the following Articles of Incorporation.

I.

NAME OF CORPORATION

The name of this Corporation shall be YOUNGBERG HEATING & COOLING, Inc.

II.

PERIOD OF EXISTENCE

The period of existence and duration of the life of this Corporation shall be perpetual.

III.

REGISTERED OFFICE AND AGENT

The location of the registered office of this Corporation shall be 510 East 1<sup>st</sup> Street, Weiser, ID 83672, and the registered agent of the Corporation shall be DUANE Z. YOUNGBERG, 11175 Payette Heights, Payette, Idaho 83661.

IDAHO SECRETARY OF STATE  
JUN 29 1999  
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#### IV.

##### NATURE OF BUSINESS

The nature of the business and the object, purpose and powers of this Corporation shall be as follows:

(a) To conduct, carry out and perform all activities relating to the sales, repair, installation, maintenance, remodeling and marketing of private and commercial heating and cooling systems.

(b) To have, exercise, use and employ the authority specified in Section 30-1-4, Idaho Code, and to have, exercise, use, and employ any or all of the same, and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth, both within and without the State of Idaho and the United States of America; and to have one or more corporate or business offices, and to have and operate one or more agencies or other places of business within or without the United States of America.

#### V.

##### CAPITAL STOCK

That the total authorized number of no par value shares of this Corporation shall be 100 shares each of no par value, which said shares shall be common stock and shall not be subject to assessment.

#### VI.

##### INCORPORATORS

That the names and Post Office addresses of each of the incorporators and initial Board

of Directors, and the number of shares subscribed by each set opposite their respective names are:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
Duane Z. Youngberg	11175 Payette Heights Payette, ID 83661	50
Bonnie R. Youngberg	11175 Payette Heights Payette, ID 83661	50

#### VII.

#### DIRECTORS

The first Board of Directors shall consist of one or more directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, that the number of directors constituting a Board shall not be more than five (5).

#### VIII.

#### POWER TO AMEND BY-LAWS

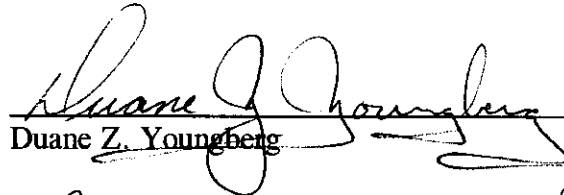
The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the directors, as well as upon the shareholders, to be exercised by such vote of said directors, or of the allotted shares, as the case may be, not less, however, than a majority thereof, as may be fixed by the By-Laws.

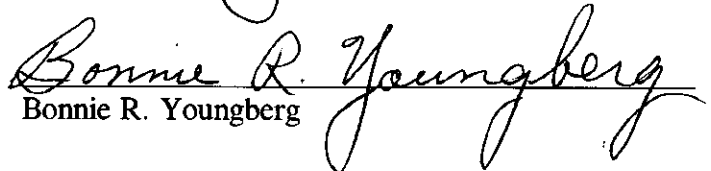
IX.

LOCATION OF MEETINGS

All or any meetings of the shareholders, or of the Board of Directors may be held within or without the State of Idaho.

IN WITNESS WHEREOF, we have signed the original of these Articles this 26 day of January, 1999.

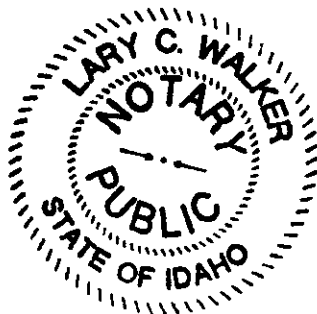
  
Duane Z. Youngberg

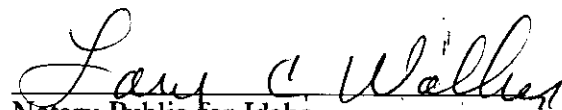
  
Bonnie R. Youngberg

STATE OF IDAHO )  
 )  
 ) :SS  
County of Washington )

On this 26 day of January, 1999, before me, a Notary Public in and for said state, personally appeared DUANE Z. YOUNGBERG, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

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

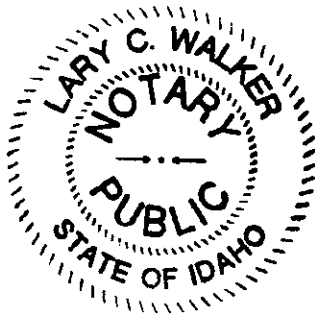


  
Notary Public for Idaho  
Residing at:  
My Commission Expires:

STATE OF IDAHO )  
 )  
 ) :SS  
County of Washington )

On this 26 day of January, 1999, before me, a Notary Public in and for said state, personally appeared BONNIE R. YOUNGBERG, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

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



Lary C. Walker  
Notary Public for Idaho  
Residing at:  
My Commission Expires: