

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION  
OF**

**S Custom Painting, Inc.**

DEC 24 PM 12:13  
STATE OF IDAHO

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the laws of the State of Idaho.

**ARTICLE I NAME**

The name of the corporation shall be S Custom Painting, Inc.

**ARTICLE II NATURE OF BUSINESS**

The corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, The state of Idaho, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any on time is 100 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be 5620 Stamm Lane Nampa, Idaho 83687 and the name of the initial registered agent or the corporation at that address is Mike Somerville.

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification stockholder or officer may be entitled as a matter of law.

IDAHO SECRETARY OF STATE  
12/24/2002 05:00  
CK: 5067 CT: 165907 BH: 653237  
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ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Michael Alan Somerville – President

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Michael Alan Somerville  
5620 Stamm Lane  
Nampa, Idaho 83687

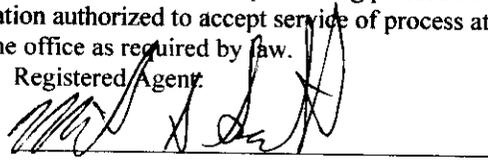
DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the state of Idaho. A corporation organizing under the laws of the State of Idaho with its principal office located at 5620 Stamm Lane Nampa, Idaho 83687, has named Michael Alan Somerville, whose address is at 5620 Stamm Lane Nampa, Idaho 83687, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent



STATE OF IDAHO  
COUNTY OF CANYON

Before me, the undersigned authority, this day personally appeared Michael Alan Somerville, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

Witness my hand and official seal this 18 day of December 2002.

Holley R. Pape  
Notary Public

State of Idaho

My Commission Expires: 8/20/07

