

103107

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

JONES BUILDING & REMODELING, 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: October 4, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Ana Seibel*

ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE

JONES BUILDING & REMODELING, INC.

**THE UNDERSIGNED**, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST**

The name of the corporation is **JONES BUILDING & REMODELING, INC.**

**SECOND**

The period of its duration is perpetual.

**THIRD**

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

**FOURTH**

The aggregate number of shares which the corporation shall have authority to issue is 100,000 with a par value of \$1.00 per share.

**FIFTH**

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

**SIXTH**

The location of the initial registered office of the corporation is 2320 Bruins, Boise, Idaho 83704 and the name of its initial registered agent at such address is Frank V. Jones.

**SEVENTH**

The number of directors constituting the initial Board of Directors is one (1), and the names and address of the person who is to serve until the first annual meeting of the shareholders and until his successors are elected and qualified is:

<u>Name</u>	<u>Address</u>
Frank V. Jones	2320 Bruins Boise, Idaho 83704

**EIGHTH**

The name and address of the incorporator is as follows:

Frank V. Jones  
2320 Bruins  
Boise, ID 83704

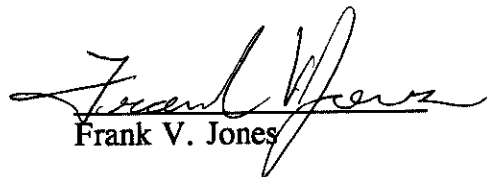
**NINTH**

The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the corporation and to adopt new Bylaws, subject to repeal or change by a majority vote of the shareholders.

**TENTH**

A director of this corporation shall not be personally liable to this corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty of this corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) under Section 30-1-48, Idaho Code, or (d) for any transaction from which the director derived an improper personal benefit. If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, so as amended. Any repeal or modification of this Article Eleventh by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of October 1993.

  
Frank V. Jones