

State of Idaho

Department of State

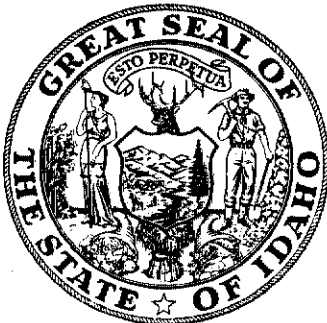
CERTIFICATE OF INCORPORATION OF

B.M.& S. PAINTING INC.
File number C 113753

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: February 15, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Seiko*

FEB 15 8 49 AM '96

ARTICLES OF INCORPORATION
OF

B.M. & S. PAINTING INC.

SECRETARY OF STATE
STATE OF IDAHO

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 B.M. & S. PAINTING INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose for which the corporation is organized is for the transaction of any and 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 99 SHARES OF COMMON STOCK WITH A PAR VALUE OF 1 DOLLAR PER SHARE

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares of 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

At each election for directors every holder of shares of any class of stock entitled to vote at such election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected by the shareholders of such stock

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and for whose election he has a right to vote, or to cumulate his votes by giving one (1) candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Any amendment to the Articles of Incorporation which limits or removes an existing right of a shareholder to cumulate his votes shall be adopted only upon receipt of the affirmative vote of the holders of at least three-fourths (3/4) of the shares of each class of stock entitled to vote upon the election of directors.

SEVENTH

The location of the initial registered office of the corporation is 5599 E.KING RD.KUNA IDAHO 83634 and the name of its initial registered agent at such address is RODNEY R.MITCHELL

EIGHTH

The number of directors which shall constitute the whole Board of this corporation shall be determined by the Board of Directors in the manner specified in the Bylaws of this corporation, subject to the provisions of this Article Eighth. Each director shall serve until the next annual meeting of shareholders and his successor is duly elected and qualified, or until his death, resignation or removal. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director. Newly created directorships resulting from any increase in the number of directors and any vacancies on the Board of Directors resulting from death, resignation, disqualification, removal or other cause shall be filled by the affirmative vote of a majority of the remaining directors then in office (and not by shareholders), even though less than a quorum of the Board of Directors. Any director elected in accordance with the preceding sentence shall hold office until the next annual meeting of shareholders and until such director's successor shall have been duly elected and qualified.

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

JOE N. BOUCHER

5599 E.KING RD.
KUNA IDAHO 83634

CODY R. MITCHELL

5599 E.KING RD.
KUNA IDAHO 83634

RODNEY R. MITCHELL

5599 E.KING RD.
KUNA IDAHO 83634

The name and address of the incorporator is as follows:

RODNEY R. MITCHELL
5599 e.king rd.
KNUA IDAHO 83634

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 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 Tenth 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.

DATED THIS 14th.DAY OF FEBRUARY 1996

RODNEY R. MITCHELL

