



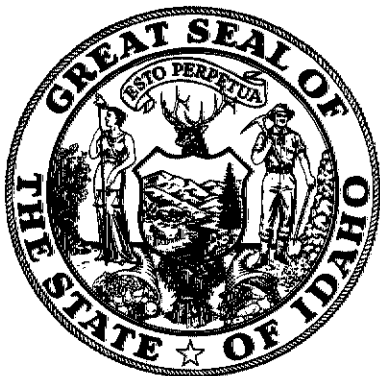
**CERTIFICATE OF INCORPORATION
OF**

J & K ROOFING CO.

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: September 21, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Martinez*

ARTICLES OF INCORPORATION
OF
J & K ROOFING CO.

SEP 21 11 45 AM '87
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation:

I.

The name of the Corporation is: J & K ROOFING CO.

II.

The Corporation is to have perpetual existence.

III.

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

IV.

The authorized capital of the corporation consists of a
single class of stock, the total number of authorized shares
is 10 with a par value of \$ no par, and an aggregate
par value of \$.

V.

The holders of shares of stock in this corporation are not
entitled to pre-emptive rights to purchase additional shares
of stock.

VI.

The address of the initial registered office of the Corporation
is 447 4th St. N. Ext., Nampa, Idaho, Idaho 83651.

VII.

The name and address of the initial registered agent of the
Corporation is: 447 4th St. N. Ext., Nampa, Idaho 83651
Dorothy Pettit.

VIII.

The initial Board of Directors shall consist of two members and the name and address of the persons who will serve as the directors until the first annual meeting of shareholders or until successors are elected and qualify are:

NAME:

ADDRESS:

Dorothy J. Pettit

447 4th St. N. Ext., Nampa, Id. 83651

Kent Hargis

Nampa, Id. 83651

IX.

The name and address of the Incorporator is:

NAME:

ADDRESS:

Dorothy J. Pettit

447 4th St. N. Ext., Nampa, Id. 83651

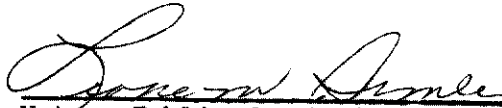
IN WITNESS WHEREOF, the undersigned has executed this document
this 21st day of September, 19 87.

Dorothy J. Pettit Vice President

STATE OF IDAHO)
)
COUNTY OF Canyon)

I, Leone M. Dimler, A notary public, do hereby
certify that on this 21st day of September, 1987,
personally appeared before me Dorothy J. Pettit, who, being
by me first duly sworn, declared that She is the Vice President
of J & K ROOFING CO.

that She signed the foregoing documents as Vice President
of the Corporation, and that the statements therein contained are
true.



Notary Public for Idaho
Residing at: Nampa
My Commission Expires: 2-4-99

(Notarial Seal)

