

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

PERRY'S POWER VAC, INC.

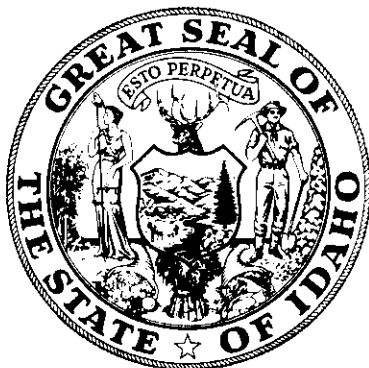
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PERRY'S POWER VAC, INC.

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: December 2, 1981



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Perry Yurusa*

ARTICLES OF INCORPORATION  
OF  
PERRY'S POWER VAC, INC.

The undersigned, acting as an incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such a corporation.

FIRST

NAME OF CORPORATION

The name of the corporation is PERRY'S POWER VAC, INC.

SECOND

CORPORATE EXISTENCE

The term of existence of this corporation shall be perpetual.

THIRD

CORPORATE PURPOSES

1. To establish and offer a fireplace and chimney cleaning business and to lease as lessee, purchase, to own, to operate and maintain, and to sell, mortgage by Deed of Trust or otherwise, similar fireplace and chimney cleaning businesses, to buy, sell, trade, manufacture, deal in and deal with goods, wares, merchandise including new and used of every kind and nature relating to or in any way associated

with fireplace and chimney clearing; to acquire all such merchandize, supplies and other materials as shall be incidental or necessary to such business and to have any and all powers above set forth as natural persons, whether as principals, agents, trustees or otherwise.

2. And to exercise any and all other powers that may be necessary or incidental to the complete fulfillment of the foregoing enumerated powers, and to engage in business in other states as the board of directors may from time to time determine.

3. The transaction of any and all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

#### FOURTH CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares of common stock and the right pertaining thereto shall be equal in all respects and the par value of each share shall be one dollar (\$1.00).

#### FIFTH PRE-EMPTIVE RIGHTS

Provisions denying pre-emptive rights are none.

## SIXTH

### CORPORATE INTERNAL AFFAIRS

Provisions for the regulations of the internal affairs of the corporation are:

1. The board of directors of this corporation shall not exceed five (5), but may consist of a lesser number. Each director shall hold office for one year or until their successors are elected and qualified.

2. The executive officers of this corporation shall be a President, Secretary, and Treasurer, with the office of Vice-President to be optional, which such officers to be elected by the board of directors; and the President, when elected, shall be the chairman of the board for the next ensuing year, provided that the offices of Vice-President, Secretary, and Treasurer may be held by one and the same person; provided further that in the event that there are less than two (2) board of directors, the same person may hold the offices of President, Secretary and Treasurer. The board of directors shall have power to fill any vacancies in the board of directors or any other office and shall have power to appoint an assistant secretary, an assistant treasurer, and a business manager none of which need be shareholders of the corporation.

3. The directors of this corporation shall serve without compensation unless otherwise expressly provided by a simple

majority vote by the board of directors be fixed and determined and from time to time, altered, modified or exchanged.

4. The corporation shall have a seal, circular in shape, the design of which shall be fixed by the board of directors, and which shall contain the following words: Perry's Power Vac, Inc. Secretary of said corporation shall have the custody of the official seal of said corporation unless another person is assigned to have the said seal by a simple majority vote of the board of directors and the person having the custody of said seal shall affix the same to all documents requiring the same.

5. The board of directors shall have the plenary powers of discretion without the consent or vote of the stockholders to make, adopt, and amend and rescind by-laws and to make all rules and regulations deemed expedient for the conduct and business of the corporation: to fill vacancies occurring in the board of directors from any cause; to appoint from its own number an executive committee and vest said committee with all the powers granted by the directors by these articles; to fix the times of declaration and payment of dividends; to fix and vary the amounts to be reserved as working capital; to authorize and cause to be executed mortgages and liens upon all the property of the corporation or any part thereof; and generally, to do whatever in its judgment may be necessary or advisable to promote the welfare of the corporation and to further its lawful activities.

SEVENTH

CORPORATE REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is 640 N. E. Main Street, Blackfoot, Idaho 83221, and the name of the initial registered agent at such address is Perry Owens of 640 N. E. Main Street, Blackfoot, Idaho.

EIGHTH

INCORPORATOR

The name and address of each incorporator and Board of Director is:


Perry Owens 640 N. E. Main Street  
Blackfoot, Idaho 83221

NINTH

AMENDMENT OF ARTICLES

The board of directors of this corporation may amend, alter, add to, change or repeal any provisions contained in these Articles of Incorporation in a manner provided by law, such change to be accomplished by a majority vote of the board of directors.

IN WITNESS WHEREOF, I, as the incorporator have hereunto set my hand and seal this 25th day of November, 1981.


  
PERRY OWENS

STATE OF IDAHO )  
: ss.  
County of Bingham )

On this 25th day of November, 1981, before me, the undersigned, a Notary Public in and for said state,

personally appeared Perry Owens, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

  
\_\_\_\_\_  
NOTARY PUBLIC for Idaho  
Residing at Blackfoot  
My Commission: LIFE

(SEAL)