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ARTICLES OF INCORPORATION

SECRETARY OF STATE
STATE OF IDAHO

OF

SHAHER HEATING AND COOLING, INC.

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

FIRST: The name of the corporation is SHAHER HEATING AND COOLING, INC.

SECOND: The period of this corporation's duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to the business of heating and cooling.

FOURTH: Provisions denying preemptive rights are: Pursuant to the By-Laws.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares of par value of \$1.00.

SIXTH: Provisions for the regulation of the internal affairs of the corporation: Pursuant to the By-Laws.

IDAHO SECRETARY OF STATE

12/24/1998 09:00
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ARTICLES OF INCORPORATION - 1

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SEVENTH: The address of the initial registered office of the corporation is 283 W. Dakota, Hayden, Idaho 83835 and the name of the registered agent at such address is ROBERT C. SHAFER.

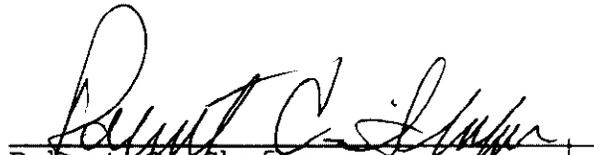
EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Robert C. Shafer	283 W. Dakota, Hayden, Idaho 83835
Donald G. Shafer	283 W. Dakota, Hayden, Idaho 83835

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Robert C. Shafer	283 W. Dakota, Hayden, Idaho 83835
Donald G. Shafer	283 W. Dakota, Hayden, Idaho 83835

DATED this 22nd day of December, 1998.

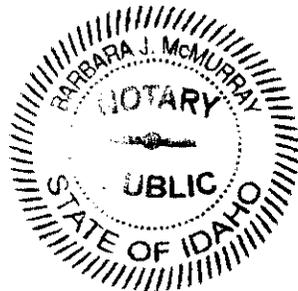

Robert C. Shafer

Donald G. Shafer

STATE OF IDAHO)
 SS.
County of Kootenai)

On this 22nd day of December, 1998, before me, the undersigned Notary Public, personally appeared ROBERT C. SHAFER and DONALD G. SHAFER, known or identified to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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



Barbara J. McMurray

Notary Public for Idaho
Residing at Hayden
My Commission expires: 8-27-2004