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State of Idaho

Department of State

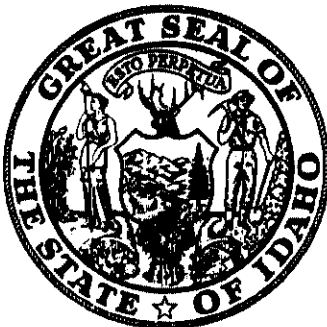
CERTIFICATE OF INCORPORATION OF

MARSHALL'S VALUE LINE MAINTENANCE, 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: December 21, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ana Seikel*

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ARTICLES OF INCORPORATION

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1. NAME

The name of the corporation is Marshall's Value Line Maintenance, Inc.

2. DURATION

The period of its duration is perpetual.

3. PURPOSE

Its purpose is to transact and franchise the business of commercial and non-commercial cleaning, janitorial and maintenance services.

4. SHARES

It shall have authority to issue 10,000 shares, all in one class, of IRSC Section 1244 common stock at \$1.00 par value.

5. REGISTERED AGENT AND OFFICE

The address of its initial registered office is 1556 Emerald, Pocatello, Idaho 83201. The name of its initial registered agent at such address is Loudell Marshall.

6. NO BOARD OF DIRECTORS

This corporation shall have no board of directors. The corporation shall be managed by its shareholders pursuant to a shareholder management agreement. That agreement may make the voting and managerial rights of the shareholders materially different from those in most other corporations. The shareholder management agreement will specify who will manage the affairs of the corporation, who will be the executive officers and the vote necessary to approve actions specified in the agreement.

7. INCORPORATION

The name and address of the sole incorporator is:

ADM
~~Lou Dell~~ Marshall

1556 Emerald
Pocatello, Idaho 83201

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8. PREEMPTIVE RIGHTS

The holders of outstanding common shares of the corporation shall, to the extent provided by law, have preemptive rights to acquire unissued shares of the corporation, whether now or later authorized.

9. TRANSFER RESTRICTIONS

Except as otherwise provided in this section, an interest in the shares of the corporation may not be voluntarily or involuntarily transferred, by operation of law or otherwise.

The prohibition in this section shall not apply to a transfer of an interest in the shares of the corporation:

To the corporation.

Pursuant to any agreement among all of the shareholders.

To any other shareholder.

Approved in writing by all other shareholders.

To any personal representative of a deceased shareholder, but this exception shall not apply to any heirs of the deceased shareholder.

Dated: December 11, 1993

for
LoudeLL Marshall
~~LoudeLL~~ Marshall - Incorporator
Lou Dell

STATE OF IDAHO)

County of Bonneville ss

On this 11th day of December, 1993, before me, a Notary Public in and for said state, personally appeared LOUDELL MARSHALL, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she 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.

(S E A L)

J. D. Powers
Notary Public for Idaho
Residing at Idaho Falls
My commission expires: 5/31/96