



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

PAINT CENTRAL, 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: **March 13, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

M. Richards

RECEIVED
SEC. OF STATE ARTICLES OF INCORPORATION
91 MAR 15 AM 8 54 OF
PAINT CENTRAL, INC.

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

ARTICLE I

The name of the corporation is Paint Central, Inc.

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

The purposes for which said corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act."

ARTICLE IV

The total number of shares of stock which the corporation has authority to issue is 1000 shares without par value, all of one class. Provision may be made in the By-laws of the corporation for restriction of transfer of said shares.

ARTICLE V

The address of the initial registered office of the corporation shall be 940 Leadville Avenue North, Ketchum, Idaho 83340, and the mailing address of said office shall be P.O. Box 3355, Ketchum, Idaho

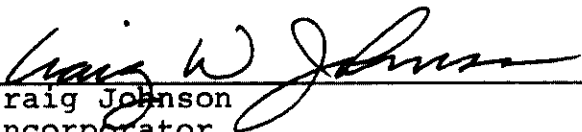
83340, and the name of its initial registered agent at such address shall be Paul Robinson.

ARTICLE VI

The number of Directors constituting the initial Board of Directors shall be three (3) 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: Paul Robinson, P.O. Box 1911, Ketchum, Idaho 83340; Craig W. Johnson, P.O. Box 1288, Ketchum, Idaho 83340; and Mike Bullock, P.O. Box 151, Hailey, Idaho 83333.

The name and address of the Incorporator hereof is Craig Johnson, P.O. Box 3355, Ketchum, Idaho 83340.

DATED this 14 day of MARCH, 1991.



Craig Johnson
Incorporator