



**CERTIFICATE OF INCORPORATION
OF**

MERIDIAN PLUMBING CO., 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: April 4, 1985



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
MERIDIAN PLUMBING CO., INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is MERIDIAN PLUMBING CO., INC.

ARTICLE II

The objects and purposes for which this corporation are formed are:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The location and address of the registered office of the corporation shall be and is: 11022 Camas, Boise, Idaho 83709, and the name of the registered agent at such address is Edwin D. Howland.

ARTICLE V

The amount of the capital stock of the corporation

shall be, and is \$50,000 divided into 50,000 shares. Each such share shall have a par value of \$1.00. Said stock shall be and is nonassessable.

ARTICLE VI

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME AND ADDRESS</u>	<u>NUMBER OF SHARES</u>
Edwin H. Howland 11022 Camas Boise, Idaho 83709	100
Dennis H. Butterfield 2833 Autumn Way Meridian, Idaho 83642	100

ARTICLE VII

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VIII

(a) The corporation shall not have a board of directors, but shall be run and managed directly by the shareholders. However, the corporation reserves the right at any future date to elect a board of directors if such action is deemed advisable by a majority of the shareholders.

(b) The incorporators set forth above are the only shareholders of the corporation.

ARTICLE IX

No contract or other transaction between the corporation and any other corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors or shareholders of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any directors, individual or any firm of which any director or shareholder may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation provided the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or shareholders of the corporation which shall authorize any such contract or transaction with like force and effect as if he/she were not such officer or director of such other corporation or not so interested.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of April, 1985.


EDWIN D. HOWLAND


DENNIS H. BUTTERFIELD

STATE OF IDAHO)
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County of Ada)

On this 3rd day of April, 1985, before me, the undersigned Notary Public in and for said State, personally appeared EDWIN D. HOWLAND and DENNIS H. BUTTERFIELD, known to me to be the persons whose names are subscribed to the within 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 in this certificate first above written.

Bette Wardle
NOTARY PUBLIC FOR IDAHO
Residing at Boise, Idaho