

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

PLUMBING PARTS & SUPPLY, 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 _____

PLUMBING PARTS & SUPPLY, 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: *March 1, 1984*

Pete Cenarrusa

SECRETARY OF STATE

by: *Denise Duer*



CERTIFICATE OF INCORPORATION

OF

PLUMBING PARTS & SUPPLY INC.
a close corporation

FIRST. The name of this corporation is
PLUMBING PARTS & SUPPLY INC.

SECOND. The period of duration is perpetual.

THIRD. The nature of the business and the objects
and purposes proposed to be transacted, promoted and carried on, are
to do any or all things herein mentioned as fully and to the same
extent as natural persons might or could do. VIZ

"The purpose of the corporation is to engage in both the
manufacturing and selling of Plumbing and Heating products.
To manufacture and sell related items in the use or repair
of Plumbing and Heating products. To operate both on a
wholesale and retail level. To represent and to Manufacture
and sell any products that can be produced by the equipment
used in making these products."

FOURTH. The amount of the total authorized capital
stock of this corporation is 1000 shares of \$10.00 par value.

FIFTH. The names and mailing address for the
Incorporators is as follows.

GEORGE T. MATTENA	974 WEST 1st. SOUTH. SALT LAKE CITY, UTAH 84104
JOE L. MATTENA	1305 ARAPAHOE AVE. SALT LAKE CITY, UTAH 84104
JOHN WROBEL	1618 N. 27th BOISE, IDAHO 83702
NONA WROBEL	1618 N. 27th BOISE, IDAHO 83702

SIXTH. Its registered office in the State of Idaho
is to be located at 200 EAST 37th. #1. BOISE, IDAHO 83714.
The registered agent in charge therefore is JOHN WROBEL.

SEVENTH. The powers of the Incorporators are to
terminate upon filing of the Certificate of Incorporation, and the
names and mailing addresses of persons who are to serve as directors
until the first annual meeting of the stockholders or until their
successors are elected and qualify are as follows.

GEORGE T. MATTENA	974 WEST 1st. SO SALT LAKE CITY, UTAH 84104
JOHN WROBEL	1618 N. 37th BOISE, IDAHO 83702

EIGHTH. That the Corporation has received in
consideration at least ONE THOUSAND DOLLARS (\$1000.00) For the
issuance of stock.

NINTH. All of the Corporations issued stock,
exclusive of treasury shares, shall be held of record by not more
than TWENTY(20) persons.

TENTH. All of the issued stock of all classes shall
be subject to following restriction on transfer permitted by section
30-1-23A of the Idaho Corporation Law.

CERTIFICATE OF INCORPORATION for PLUMBING PARTS & SUPPLY

Each stockholder shall offer to the Corporation or to other stockholders of the corporation a THIRTY(30) day "first refusal" option to purchase his stock should he elect to sell his stock. That at least one Officer shall retain the majority of stock in the Corporation and that provision in the By-Laws shall set forth the procedures and requirement of this clause.

ELEVENTH. The corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities act of 1933, as it may be amended from time to time.

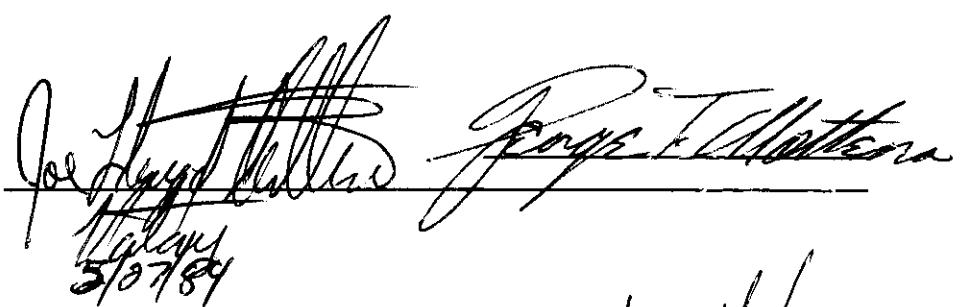
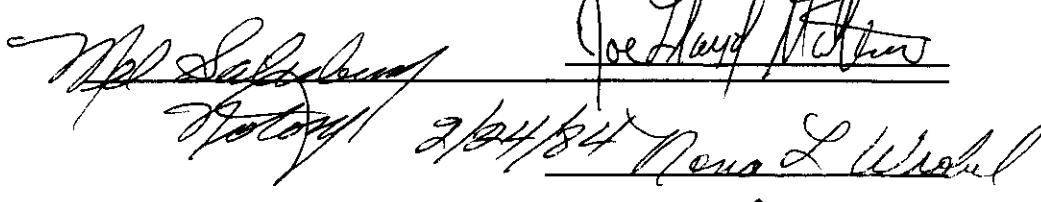
TWELVETH. The director(s) shall have power to make and to alter or amend the By-Laws, to fix the amount to be reserved as working capital, and to authorize and cause to be executed, liens and mortgages without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to vote of the holder of a majority of the capital stock issued and outstanding the Director(s) shall have the authority to dispose, in any manner, of the whole property of this Corporation subject to Idaho laws.

The stockholders and Director(s) shall have power to hold their meeting and keep the books, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or director(s), except as otherwise required by the laws of the State of Idaho.

We the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this Certificate and do certify that facts herein are true and we have accordingly herinto set our hand.

DATED
COUNTY OF ADA
STATE OF IDAHO.

Notary Public Residing at Boise, Idaho
My Commission Expires 6-18-1984.
