



**CERTIFICATE OF INCORPORATION
OF**

VALLEY ROOFING, 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: February 29, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. Anderson*

ARTICLES OF INCORPORATION
OF
VALLEY ROOFING, INC.

The undersigned natural person, of the age of 21 or more, acting to form a corporation under the Idaho Business Corporation Act, does hereby state the following:

ARTICLE I. The name of the corporation shall be Valley Roofing, Inc.

ARTICLE II. The duration of the corporation shall be perpetual.

ARTICLE III. The purpose for which the corporation is organized shall be the transaction of any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE IV. The aggregate number of shares which the corporation shall have authority to issue is one million (1,000,000) shares, no-par.

ARTICLE V. The address of the initial registered office of the corporation is 218 18th Avenue, in the City of Lewiston, County of Nez Perce. The name of the initial registered agent at said address is James F. Otton.

ARTICLE VI. The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualified is James F. Otton, 218 18th Avenue, Lewiston, ID 83501.

ARTICLE VII. The name and address of the person who is to act as the incorporator is James F. Otton, 218 18th Avenue, Lewiston, ID 83501.

I, the undersigned, being the incorporator of the corporation identified above, declare that I have examined the foregoing this _____ day of February, 1988, and do declare it to be true and correct.

Name: [Signature] Address: 218 18th Ave Lewiston
State of Idaho, County of Nez Perce

THIS IS TO CERTIFY that on this date, 2/26/88, before me, a notary public, personally appeared James F. Otton, who I am satisfied is the person named as incorporator and executor of the foregoing Articles of Incorporation, and who by his respective signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date given above.

[Signature]
Notary Public
State of Idaho, County of Nez Perce