

ARTICLES OF INCORPORATION  
OF  
CUSTOM STEEL FABRICATION, INC.

**FILED/EFFECTIVE**

01/29 PM 2:48

STATE OF IDAHO

The undersigned, Heidi D. Bishop hereby certify that she is the duly elected and qualified President, of Custom Steel Fabrication, Inc., a Idaho Corporation, and that the following correctly sets forth the text of the Articles of Incorporation.

Article I

NAME. The Name of the corporation is  
Custom Steel Fabrication, Inc.

Article 11

DURATION. The corporation shall continue in existence perpetually unless dissolved according to law.

Article 111

PURPOSES. The purposes for which the corporation is organized are:

(a) To engage in and carry on the business of manufacturing, constructing, installing, purchasing and selling, at both wholesale and retail of industrial and commercial sheet metal, heating, ventilating and air-conditioning systems, as well as roofing materials, metal products and electrical appliances in general, together with all materials and derivatives related to any of the foregoing; and to deal in all machinery, fixtures, plants, shops, buildings, inventories, stocks, apparatus, tools and equipment necessary to carry on said business.

(b) To purchase, acquire, own, hold, lease, mortgage, encumber, sell and

IDAHO SECRETARY OF STATE

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dispose of any and all kinds and character of real, personal and mixed property (the foregoing particular enumeration in no sense being used by way of exclusion or limitation) and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including, in the case of stocks and shares, the right to vote thereon.

(c) To enter into, make and perform contracts of every kind and description, to borrow and lend money, with or without security, and to endorse or otherwise guarantee the obligations of others.

(d) To act as principal or agent for others and receive compensation for all services which it may render in the performance of the duties of an agency character.

(e) To purchase, hold, sell and transfer the shares of its own capital stock.

(f) To engage in any and all business activities and pursuits which may be reasonably related to the foregoing and following purposes.

(g) To engage in the general business of investing, on behalf of itself and others, any part of its capital and such additional funds as it may obtain, or any interest thereon, either as tenant in common or otherwise, and of selling or otherwise disposing of the same, or any part thereof, or any interest therein.

#### ARTICLE IV.

CAPITALIZATION. The aggregate number of shares which the corporation shall have authority to issue is Fifty Thousand (50,000) shares of common stock having a par value of one Dollar (\$1.00) per share. All voting rights of the corporation shall be exercised by the holders of the common stock, with each shares of common

stock being entitled to one vote. All shares of common stock shall have equal rights in the event of dissolution or final liquidation.

#### ARTICLE V.

PADI-IN-CAPITAL. The corporation will not commence business until at least one Thousand Dollars (\$1,000.00) has been received by it as consideration for the issuance of shares.

#### ARTICLE VI.

BY-LAWS. Provisions for the regulation of the internal affairs of the corporation shall be set forth in the by-laws.

#### ARTICLE VII

PREEMPTIVE RIGHTS. No holder of shares of the capital stock of any class of the corporation shall have any preemptive or preferential rights of subscription to any shares of any class of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, issued or sold. The term "convertible obligations" as used herein shall include any notes, bonds or other evidence of indebtedness to which are attached or with which are issued warrants or other rights to purchase stock of the corporation.

#### ARTICLE VIII

REGISTERED OFFICE AND AGENT. The address of the initial registered office of the corporation is 770 South Main, Malad, Idaho, 83252, and the name of its initial registered agent at such address is Heidi Bishop.

## ARTICLE 1X

DIRECTORS. The number of directors which shall constitute the Board of Directors of the corporation may vary from (1) one to nine (9) directors as the Board may itself from time to time determine. The number of directors constituting the initial Board of Directors of the corporation shall be (2) two. Directors personal liability is limited per the Idaho Business Corporation Act.

The names and addresses of the persons who are to serve as directors until the first meeting of the shareholders or until their successors are elected and shall qualify are:

Heidi D. Bishop

1955 South 5600 West  
Malad, Idaho 83252

Wendy L. Garamendi

1895 South 5600 West  
Malad, Idaho 83252

ARTICLES X

The name and address of each original incorporator is:

Heidi D. Bishop

1955 South 5600 West  
Malad, Idaho 83252

Wendy L. Garamendi

1895 South 5600 West  
Malad, Idaho 83252

December 1, 2000

Heidi Bishop  
President : INCORPORATOR

<sup>4th</sup> Signed this <sup>January, 2001</sup> 1st day of ~~December, 2000~~

[Signature]  
Notary Public

My Commission Expires

9/5/2003

Residing at Malad City

STATE OF IDAHO

:SS.

COUNTY OF ONEIDA

On the <sup>4th</sup> ~~1st~~ day of <sup>January, 2001</sup> ~~December, 2000~~, Heidi D. Bishop, who did say that she is respectively the President of Custom Steel Fabrication, Inc. and that she signed the foregoing document as President of the Corporation in accordance with the resolution of the stockholders and Board of Directors of said Corporation and that the statements contained herein are true.

  
Notary Public

Residing at Malad City

My Commission Expires: 01/5/2003