

CERTIFICATE OF INCORPORATION
OF

Solar Plus, Inc.

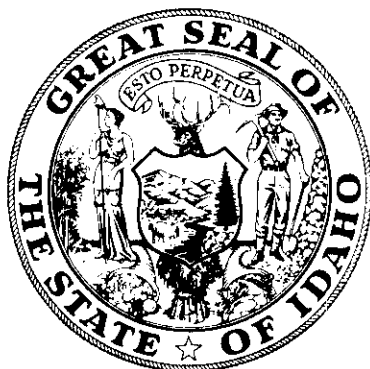
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

Solar Plus, 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: May 26, 1962.



SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION

OF

SECRETARY OF
STATE

SOLAR PLUS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho, and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

FIRST

The name of the corporation shall be Solar Plus, Inc.

SECOND

The purposes and objects for which the Corporation is formed are:

To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon a corporation formed under the general corporation laws of said State, or under any act amendatory thereof or supplemental thereto or substituted therefor, necessary or convenient to effect the purposes of the corporation and to transact any and all lawful business for which corporations may be incorporated under the laws of this State.

THIRD

The corporation is to have perpetual existence.

FOURTH

The registered agent of the corporation shall be Robert C. Young. The location and address of said registered agent and the registered office of the corporation shall be 1140 Amaya Place, Boise, Idaho 83709.

FIFTH

The aggregate number of shares which the corporation shall

CANTRILL & SKINNER
ATTORNEYS AND COUNSELORS AT LAW
P.E.C.U. BUILDING
200 N. 4TH, SUITE 301 P.O. BOX 359
BOISE, IDAHO 83701

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have the authority to issue is 500 shares of \$1.00 par value stock.

SIXTH

The names and post office addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert C. Young	1140 Amaya Place, Boise, Idaho 83709
Stephanie Z. Young	1140 Amaya Place, Boise, Idaho 83709

SEVENTH

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.

EIGHTH

The number of directors of the corporation shall be no less than two nor no more than five, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws, and in accordance with the requirements of the laws of the State of Idaho. In the case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified. The initial Board of Directors shall consist of two members and they shall serve until their successors be elected and qualify as in the By-laws provided. The names and addresses of the persons who shall initially serve as directors are:

<u>NAME</u>	<u>ADDRESS</u>
Robert C. Young	1140 Amaya Place, Boise, Idaho 83709
Stephanie Z. Young	1140 Amaya Place, Boise, Idaho 83709

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NINTH

A voluntary sale, lease or exchange of all of the property and the assets of the corporation, including its good will and its corporate franchises, may be made by the Board of Directors upon such terms and conditions as it may deem expedient for the best interest of the corporation, but only when such act is authorized by the vote of holders of two thirds of the voting power of all shareholders.

TENTH

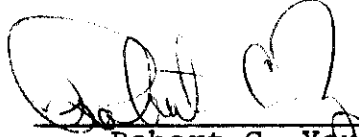
No contract or other transaction between the corporation and any other corporation and no act of the corporation shall in any way be effected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or are Officers of such other corporation, in any director individually or any firm of which any Director 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 that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of the Corporation who is also a Director or Officer of such other Corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or any such transaction with like force and effect as if he were not such Director or Officer of such other Corporation or not so interested.

ELEVENTH

The Board of Directors is expressly authorized to repeal and amend the Bylaws of the Corporation and to adopt new Bylaws, and the Corporation reserves the right to amend,

1 alter, change or repeal, any provision contained in these
2 Articles of Incorporation, in the manner now, or hereafter,
3 prescribed by law, by a majority vote of the stockholders,
4 represented in person or by proxy, at any annual meeting of
5 the stockholders or at any meeting duly called for that
6 purpose, except where the laws of the said State of Idaho
7 otherwise provide.

8 IN WITNESS WHEREOF, we have hereunto set our hands and
9 seals this 25th day of May, 1982.

10 
11 Robert C. Young

12 
13 Stephanie Z. Young