

ARTICLES OF INCORPORATION

OF

CUSTOM WOODWORKING - JIM BURNSIDE, INC

2005 JAN 31 PM 2: 54

CLERK OF THE
STATE OF IDAHO

The undersigned natural persons, each more than twenty-one (21) years of age, hereby establish a corporation pursuant to the laws of the State of Idaho and adopt the following Articles of Incorporation.

ARTICLE I

CORPORATE NAME AND OFFICE

1.1 The name of the corporation is as follows:

CUSTOM WOODWORKING-JIM BURNSIDE, INC

ARTICLE II

DURATION

2.1 The corporation shall have perpetual existence.

ARTICLE III

PURPOSES

3.1 The purpose of the corporation shall be to conduct any or all lawful business for which a corporation may be organized under the laws of the State of Idaho, or any other jurisdiction of location where it is authorized to do business by its board of directors, including but not limited to:

- (a) To engage in every phase and aspect of millwork and construction to the public under the laws of the State of Idaho.
- (b) The corporation may invest its funds in real estate, personal property, mortgages, stocks, bonds, insurance, or any other type of investments approved by its Board of Directors.
- (c) To buy, sell, lease, trade, improve or manage land, structures, equipment, necessary to complete projects.
- (d) To enter into any lawful arrangement for sharing profits, union of interests, reciprocal, association or cooperative association with any corporation, association, partnership, individual, or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business.
- (e) To conduct business anywhere in the world.

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ARTICLE IV

4.1 In furtherance of the foregoing purposes, the corporation shall have, and may exercise, all of the rights, powers and privileges now or hereafter conferred upon a corporation by any state where it is authorized to conduct business. In addition, it may do everything necessary, suitable, or proper for the accomplishment of any of its corporate purposes.

ARTICLE V

AUTHORIZED SHARES

5.1 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 \$1.00 per share

(a) All shares of common stock shall be issued by the corporation for cash, Property, services actually performed, or other interests having actual value, at a rate of consideration as may be affixed, from time to time, by the Board of Directors. Full paid stock of this corporation shall not be liable to any call and is non-assessable.

(b) Each shareholder of record shall have one vote for each share of stock standing in his name on the books of the corporation.

(c) At all meetings of the shareholders, the majority of the shares entitled to vote at such meeting, represented in person or by proxy, shall constitute a quorum.

ARTICLE VI

REGISTERED AGENT AND OFFICE

6.1 The name of the registered agent for the Corporation is James W. Burnside, 513 W. 300 N. Blackfoot, ID 83221. The principal office shall be: 513 W. 300 N. Blackfoot, ID 83221.

6.2 The principal place of business of the corporation shall be 513 W. 300 N. Blackfoot, ID 83221. The corporation may conduct part or all of its business in any other part of the United States, or the world.

ARTICLE VII

INTERNAL AFFAIRS

7.1 Provisions for the regulation of the internal affairs of the corporation are to be determined as set forth in the By-Laws, which original By-Laws shall be subscribed and adopted by the initial Board of Directors of the corporation. Thereafter, the By-

Laws may be adopted, amended, or repealed by a majority vote of the board of Directors of the corporation as provided in said By-Laws. The corporation has a provision for pre-emptive rights and cumulative voting as provided in its By-Laws.

ARTICLE VIII

DIRECTORS

8.1 Two directors shall constitute the initial Board, their names and addresses being as follows:

- (a) James W. Burnside
513 W. 300 N.
Blackfoot, ID 83221
- (b) Susan Burnside
513 W. 300 N.
Blackfoot, ID 83221

ARTICLE IX


MEETING OF SHAREHOLDERS

9.1 At any meeting of the shareholders a majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum, unless these Articles hereafter shall provide for different classes of stock with variable quorum requirements. If a quorum is present, the affirmative vote of majority of the shares represented at the meeting and entitle to vote on the subject matter shall be the act of the shareholders unless the vote of a greater number is required by law, the By-Laws of the corporation, or by amendment to the Articles.

INCORPORATORS

The name and address of each incorporator is as follows:

- (a) James W. Burnside
513 W. 300 N.
Blackfoot, ID 83221
- (b) Susan Burnside
513 W. 300 N.
Blackfoot, ID 83221

Done this 21st day of January, 2005
 James W. Burnside
 Susan Burnside

VERIFICATION

STATE OF IDAHO

COUNTY OF Bingham

I, Julie Pulley a Notary Public, hereby certify that
on the 21st day of January, 2005, personally
appeared before me, James W. Burside Susan Burnside, who signed the foregoing
document as incorporators, and that the statements therein contained are
true

DATED this 21st day of January, 2005

Julie Pulley
Notary Public

My commission Expires: 3-17-2009

Residing at: Blackfoot

