

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

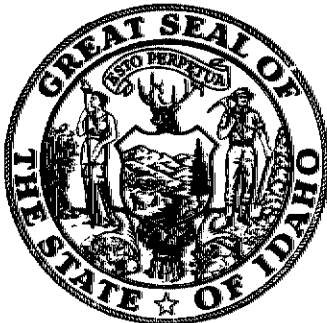
OPTIMUM, INC.

File number C 110094

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: April 5, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. D. [Signature]*

**ARTICLES OF INCORPORATION
OF
OPTIMUM, INC.**

RECEIVED
SEC. OF STATE

95 APR 5 AM 9:01 The undersigned, acting as incorporators of a corporation ("Corporation") under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I. NAME

The name of the Corporation shall be Optimum, Inc.

ARTICLE II. PERIOD OF DURATION

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. PURPOSES

This Corporation is organized for the purpose of installing drywall including but not limited to texturing, taping and painting.

The Corporation is further organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV. STOCK

The total authorized number of shares of stock in the Corporation shall consist of One Hundred Thousand (100,000) shares of common stock. A par value of \$1.00 per share will be attached to the stock. All shares shall be one class, denoted

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**ARTICLES OF INCORPORATION OF
OPTIMUM, INC. - 1**

Paul William Vogel, P.A.
Attorney-at-Law
212 N. First Avenue
Suite G-100
P.O. Box 1828
Sandpoint, ID 83864-0903
Ph: (208) 263-6636
Fax: (208) 265-6775

#: C

common stock. Each share is entitled to one (1) vote.

ARTICLE V. RIGHTS

There are no provisions denying preemptive rights.

ARTICLE VI. BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the share holders or until their successors are elected and qualify are:

Bradley Troy Johnson
315 Lakeview Drive
Cocolalla, ID 83813

Terry Vincent Holm
8000 Sunnyside Road
Sandpoint, ID 83864

Eva Tyson
315 Lakeview Drive
Cocolalla, ID 83813

ARTICLE VII. BYLAWS

The provisions for the regulations of the internal affairs of the Corporation are to be set forth in the Bylaws of the Corporation.

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or to adopt new Bylaws, subject to repeal or change by action of the share holders, shall be vested in the Board of Directors. Such power may be exercised by a majority vote of the Board of

Directors at any annual or special meeting of the Board of Directors called for that purpose.

ARTICLE VIII. INCORPORATORS

The name and address of each incorporator is:

Bradley Troy Johnson
315 Lakeview Drive
Cocolalla, ID 83813

Terry Vincent Holm
8000 Sunnyside Road
Sandpoint, ID 83864

Eva Tyson
315 Lakeview Drive
Cocolalla, ID 83813

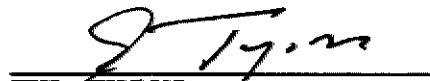
ARTICLE IX. REGISTERED OFFICE

The address of the initial registered office of the Corporation is 315 Lakeview Drive, Cocolalla, Idaho 83813 and the name of the initial registered agent at such address is Bradley Troy Johnson.

IN WITNESS WHEREOF we the hereunto set our hands this 31st
day of March, 1995.


BRADLEY TROY JOHNSON


TERRY VINCENT HOLM


EVA TYSON

STATE OF IDAHO)
) ss.
County of Bonner)

BRADLEY TROY JOHNSON, being first duly sworn upon his oath, deposes and says that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.



BRADLEY TROY JOHNSON

SUBSCRIBED AND SWORN TO before me this 31st day of March, 1995.



NOTARY PUBLIC - STATE OF IDAHO
Residing at: Cocolalla
Commission Expires: 11-21-2000

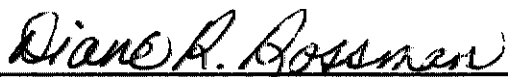
STATE OF IDAHO)
) ss.
County of Bonner)

TERRY VINCENT HOLM, being first duly sworn upon his oath, deposes and says that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.



TERRY VINCENT HOLM

SUBSCRIBED AND SWORN TO before me this 31st day of March, 1995.



NOTARY PUBLIC - STATE OF IDAHO
Residing at: Cocolalla
Commission Expires: 11-21-2000

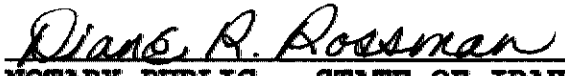
STATE OF IDAHO)
) ss.
County of Bonner)

EVA TYSON, being first duly sworn upon her oath, deposes and says that she has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon her personal knowledge, information and belief.



EVA TYSON

SUBSCRIBED AND SWORN TO before me this 31st day of March, 1995.



NOTARY PUBLIC - STATE OF IDAHO
Residing at: Cocolalla
Commission Expires: 11-24-2000