

**Articles of Incorporation
of
Rico Drywall & Paint, Inc.
AN IDAHO CORPORATION**

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following Articles of Incorporation to the Secretary of State.

Article I Name.

The name of the Corporation shall be: **Rico Drywall & Paint, Inc.**

Article II Capital Stock.

The total number of shares of capital stock that the Corporation is authorized to issue is 100,000, all of which are to be common stock with no par value per share. Each share of common stock will have one (1) vote with equal rights to distributions, and equal rights to the net assets of the corporation upon liquidation.

Article III Principal Office and Registered Agent.

The initial street address of the registered office in the State of Idaho is: 300 East 38th in the City of Boise, County of Ada, in the State of Idaho, 83714. The name of the initial registered agent at such address is: Richard Jonathan Hernandez

Article IV Incorporator

The name and mailing address of the incorporator is: Richard Jonathan Hernandez, 300 East 38th, Boise, ID 83714

Article V Mailing Address

The mailing address of the corporation shall be: 300 East 38th, Boise, ID 83714.

Article VI Purposes.

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act of the State of Idaho.

Article VII Existence.

The Corporation is to have perpetual existence.

Article VIII Liability of Stockholders.

The private property of the stockholders shall not be subject to the payment of corporate debts.

Article IX Preemptive Rights

The Corporation elects to have preemptive rights.

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Article X Cumulative Voting

In all elections for Directors, shareholders shall be permitted to cumulate their votes. In such elections, shareholders shall have a number of votes equal to the number of shares of stock registered in the shareholder's name on the books of the corporation, multiplied by the number of Directors to be elected.

Article XI Directors

The business of the Corporation shall be managed by its Board of Directors, each of whom shall be at least eighteen (18) years of age. The number of directors of the Corporation shall be set forth in the Bylaws and may be altered from time to time by amendment of the Bylaws in a manner not prohibited by law. Until so changed, the number of directors shall be one (1). Directors do not need to be shareholders of the Corporation. The initial board of directors, who shall serve until the first annual meeting of shareholders, or until their successors are elected and qualified, shall consist of one (1) director, Richard Jonathan Hernandez, 300 East 38th, Boise, ID 83714.

Article XII Elimination of Personal Liability of Directors

The directors of this Corporation are not liable to the Corporation or to its shareholders for monetary damages for any action taken, or failure to take any action, as a director, except liability for the following:

1. The amount of financial benefit received by a director to which he or she is not entitled;
2. An intentional infliction of harm on the Corporation or the shareholders;
3. A violation of Idaho Code Section 30-1-833; or
4. An intentional violation of criminal law.

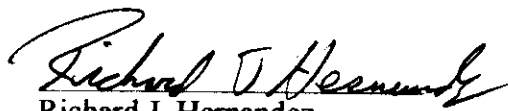
Article XIII Indemnification of Directors and Officers

The Corporation shall indemnify and hold harmless each director for liability, as defined in Idaho Code Section 30-1-850(5), to any person for any action taken, or any failure to take any action, as a director, except for:

1. Receipt of a financial benefit to which he or she is not entitled;
2. An intentional infliction of harm on the Corporation or the shareholders;
3. A violation of Idaho Code Section 30-1-833; or
4. An intentional violation of criminal law.

Dated the 25th day of March, 2003.

Incorporator:


Richard J. Hernandez