

**Articles of Incorporation
of
Hardrock Fireplaces & Gallery, Inc.**

05 MAY 26 PM 2: 18

SECRETARY OF STATE
STATE OF IDAHO

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of General Corporation Law of the State of Idaho, hereby certifies as follows:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Hardrock Fireplaces & Gallery, Inc..

**ARTICLE II
INITIAL OFFICE AND AGENT**

The address of this Corporation's initial registered office and the name of its original registered agent at such address is:

Robert W Warne
6017 W Franklin Road
Boise, Idaho 83709

**ARTICLE III
PURPOSES**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Laws of the State of Idaho.

**ARTICLE IV
STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 shares of \$1.00 par value stock.

**ARTICLE V
CORPORATION BY-LAWS**

The Board of Directors is authorized and empowered to make, alter, amend, and rescind the By-Laws of the corporation, but By-Laws made by the Board may be altered

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or repealed, and new By-Laws made, by the stockholders.

**ARTICLE VI
LIABILITY OF DIRECTORS**

Pursuant to the General Corporation Laws of the State of Idaho, any and all directors of this Corporation shall not be liable to the Corporation, its shareholders, or any third party for breach of duty of care; such potential liability is hereby eliminated.

**ARTICLE VII
BOARD OF DIRECTORS**

The name and address of each person serving as a member of the initial Board of Directors are:

Margaret A Warne
6017 W Franklin Road
Boise, Idaho 83709

Robert W Warne
6017 W Franklin Road
Boise, Idaho 83709

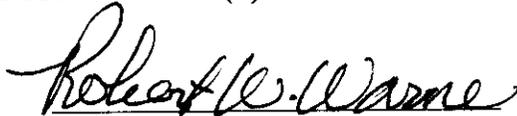
**ARTICLE VIII
INCORPORATORS**

The name and address of the incorporators are:

Robert W Warne
6017 W Franklin Road
Boise, Idaho 83709

IN WITNESS WHEREOF, the incorporator(s) has/have hereunto set his/her/their hand this 26 day of MAY, 2005.

INCORPORATOR(S):


Signature