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STATE OF IDAHO

ARTICLES OF INCORPORATION OF LTD Plumbing, Inc.

The undersigned natural person of the age of eighteen years or older, acting as incorporator of LTD Plumbing, Inc. under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code, adopts the following articles of incorporation:

ARTICLE I – NAME

The name of this Corporation is “LTD Plumbing, Inc.”

ARTICLE II – DURATION

This Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE IV – CAPITALIZATION

This Corporation shall have authority to issue an aggregate of ten thousand (10,000) shares of stock.

(a) Eight thousand (8,000) shares of non-assessable voting common stock have no par value; and

(b) Two thousand (2,000) shares of non-assessable nonvoting common stock have no par value.

1. Each share of voting common stock and each share of nonvoting common stock shall be identical in interest. Neither voting nor nonvoting shares shall have any preferential or superior rights; *provided, however*, that a voting share shall entitle the holder thereof to vote in accordance with the provisions of the Idaho Code. The voting and nonvoting shares shall constitute one class of shares as defined in 1361(b)(1)(D) and 2701(a)(2)(B) of the Internal Revenue Service.
2. Notwithstanding the above, each holder of nonvoting common stock shall nonetheless have one vote per share standing in the name of such holder on the relevant record date (and a fractional vote for any fractional share) concerning any amendment to articles of incorporation

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if the amendment would have any of the effects or cause any of the changes described by Idaho Code 30-1-1009 or otherwise effect a reduction of or limitation upon any other preference or right accorded to the holder of such stock as such.

3. ***DIVIDENDS.*** The holders of the common stock shall be entitled to receive, when as declared by the Board of Directors, as permitted by the act, dividends or distributions payable either in cash, or in shares of the capital stock of the Corporation.
4. ***STOCK NONASSESSABLE.*** The private party of the shareholders of the Corporation shall not be subject to the payment of the corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.
5. ***VOTING POWER.*** The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the voting common stock, who shall be entitled to one vote for each share of common stock held by them of record.

ARTICLE V – PREEMPTIVE RIGHTS

This Corporation elects to have preemptive rights.

ARTICLE VI – 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 VII – INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation, and the address of the Corporation's initial registered office, are as follows:

NAME

Lonie Neff

ADDRESS

2421 E Dewey Ave
Nampa, Idaho 83686

ARTICLE VIII – DIRECTORS

Its Board of Directors, each of who shall be at least eighteen (18) years of age, shall manage the business of the Corporation. 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 Two (2). Directors who do not need to be stockholders of the Corporation.

The initial board of directors of the Corporation shall consist of Two (2) directors. The name and address of the person who will serve as the director until the first annual meeting of shareholders, or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lonie Neff	2421 E Dewey Ave Nampa, Idaho 83686
Michele Neff	2421 E Dewey Ave Nampa, Idaho 83686

ARTICLE IX – INCORPORATORS

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michele Neff	2421 E Dewey Ave Nampa, Idaho 83686

ARTICLE X – 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 director, except liability for the following:

- (1) The amount of a 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 30-1-833; or
- (4) An intentional violation of criminal law.

ARTICLE XI – INDEMNIFICATION OF DIRECTORS AND OFFICERS

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

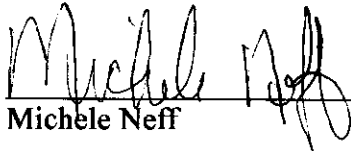
- (1) Receipt of a financial benefit to which he or she is not entitled;
- (2) An intentional infliction of harm on the corporation or the shareholders;
- (3) A violation of Idaho Code 30-1-833; or
- (4) An intentional violation of criminal law.

ARTICLE XII – LIMITED LIABILITY FOR SHAREHOLDERS

The private property of the shareholders shall not be subject to the payment of corporate debts of this Corporation to any extent whatsoever.

DATED effective the 1st day of July 2001.

INCORPORATOR:


Michele Neff