



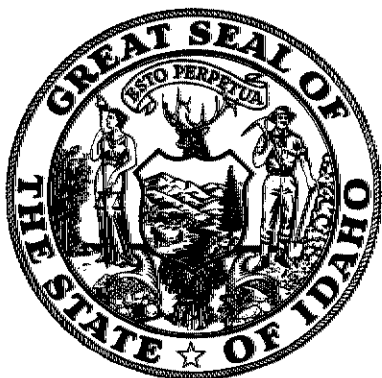
**CERTIFICATE OF INCORPORATION
OF**

CLOKE HOME IMPROVEMENT CENTER, INC.

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 17, 1987*



Pete T. Cenarrusa

SECRETARY OF STATE

by:

[Signature]

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ARTICLES OF INCORPORATION

of

CLOKE HOME IMPROVEMENT CENTER, INC.

The undersigned, being a citizen of the United States, for the purpose of forming a corporation pursuant to Chapter 1 of Title 30, Idaho Code, and all acts supplemental thereto and amendatory thereof, does hereby adopt and certify the following Articles of Incorporation, to wit:

ARTICLE I

(Name)

The name of this corporation shall be "CLOKE HOME IMPROVEMENT CENTER, INC."

ARTICLE II

(Duration)

The term of existence of this corporation shall be perpetual.

ARTICLE III

(Purposes)

The corporation's purposes are:

(A) To engage in the buying, selling, trading in general merchandising of electrical fixtures and supplies, plumbing fixtures and supplies and goods and related items, both within and without the State of Idaho, and to make and carry out contracts of every kind that may be necessary or conducive to the accomplishment of any of the purposes of the corporation.

ARTICLE VI

(Incorporators)

The name and post office address of the incorporator, (qualified under the laws Idaho to be incorporator) is as follows:

<u>NAME</u>	<u>ADDRESS</u>
David Cloke	1511 Prospect, Lewiston, ID 83501

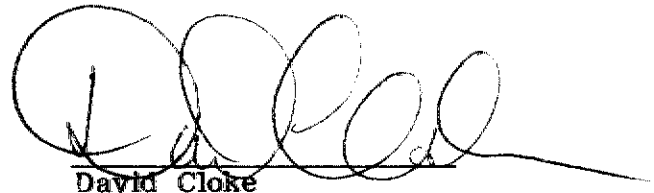
There shall be one (1) director to serve as the initial director and he shall manage and control the affairs of the corporation until the first annual meeting of shareholders or until his successor be elected and qualify. The name and address of such initial director is as follows:

David Cloke	1511 Prospect, Lewiston, ID 83501
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ARTICLE VIII
(Officers)

The officers of this corporation shall consist of a president, vice-president, secretary-treasurer, and such other officers as the Board of Directors of the corporation shall deem necessary (or such lesser numbers of officers as may be allowed by law), and the said officers shall be elected by the Board of Directors and hold office during the pleasure of the Board. Each of the officers shall have such powers as may be conferred upon him or her by the bylaws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 15th day of April, 1987.


David Cloke

STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 15th day of April, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared DAVID CLOKE known to or identified to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledge to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public in and for said State
residing at Lewiston therein.

My Commission Expires: JUNE 27, 1987
(SEAL)

(B) To engage in any business related or unrelated to that described in Clause A of this Article and from time to time authorized and approved by the Board of Directors of this corporation.

(C) To act as a partner or joint venturer in any transaction.

(D) To acquire, by purchase or otherwise, the stock of this corporation.

(E) To have and exercise all rights and powers from time to time granted to a corporation by law, including the transacting of any or all business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV

(Capital Stock)

The total authorized capital stock of this corporation is the sum of One Hundred Thousand Dollars (\$100,000.00) divided into one thousand shares (1,000) of the par value of One Hundred Dollars (\$100.00) per share. Such capital stock may be issued by the corporation from time to time for such consideration as labor, service, money or property, real or personal, as may be fixed from time to time by the Board of Directors. The stock of this corporation shall be nonassessable.

Any restrictions as to the transfer and/or alienation of the issued stock of the corporation shall be set forth in the bylaws of the corporation or in an agreement between the stockholders and the corporation.

ARTICLE V

(Registered Office)

The registered office of the corporation is 321 17th Street Lewiston, Idaho 83501 and the name of the registered agent at that address is David Cloke.

Minutes of Special Meeting of Directors

of

CLOKE HOME IMPROVEMENT CENTER OF MOSCOW, INC.

Held April 9, 1987

A special meeting of directors was held at 321 17th Street, Lewiston, Idaho, on April 9, 1987. David Cloke, as the sole director and stockholder, was personally present. He acted as chairman and Patricia A. Cloke acted as Secretary. All notice requirements of the bylaws as to the time and place of meeting and the purpose of meeting were specifically waived.

The Chairman announced that Cloke Home Improvement Center, Inc., intends to incorporate under the laws of the State of Idaho using the specific name "CLOKE HOME IMPROVEMENT CENTER, INCORPORATED," and requests the permission of Cloke Home Improvement Center of Moscow, Inc., to use the same. After discussion, the following resolution was unanimously adopted:

IT IS HEREBY RESOLVED THAT Cloke Home Improvement Center, Inc., be granted permission to use the name "CLOKE HOME IMPROVEMENT CENTER, INC.," to incorporate under the laws of the State of Idaho.

There being no further business, the meeting adjourned.



DAVID CLOKE, CHAIRMAN

ATTEST:



PATRICIA A. CLOKE, SECRETARY