



**CERTIFICATE OF INCORPORATION
OF**

FIRST SERVICE GROUP, 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: *October 29, 1986*



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Shirley L. [Signature]*

ARTICLES OF INCORPORATION

OF

FIRST SERVICE GROUP, INC.

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SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is First Service Group, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 5,000, \$1.00 par value.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are the By-Laws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is 355 North Orchard, Boise, Idaho and the name of its initial registered agent at such address is John Browning.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

NAME

John Browning

ADDRESS

355 North Orchard
Boise, Idaho

ARTICLE IX

The name and address of each incorporator is:

NAME

John Browning

ADDRESS

355 North Orchard
Boise, Idaho

DATED SEPTEMBER 26, 1986


JOHN BROWNING