

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ARC ENTERPRISES, 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: May 15, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

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SEC. OF STATE

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ARTICLES OF INCORPORATION

OF

ARC ENTERPRISES, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporations Acts, being of age, and citizens of the United States have this day voluntarily and for the purpose of forming a private corporation under the laws of the State of Idaho, hereby adopt Articles of Incorporation as follows:

ARTICLE ONE

NAME

The name of the corporation shall be ARC ENTERPRISES, INC.

ARTICLE TWO

PURPOSES

The purposes of the corporation shall be:

a. To own, conduct, operate, engage in, and carry on the business of the sale of polyurethane coating.

b. To own, conduct, operate, engage in, and carry on the business of special and general contractors, specifically including, but not limited to, the application of polyurethane coating.

c. To own, conduct, operate, maintain, engage in, and carry on any business or thing regularly, necessarily, properly, or incidentally done or related to the conduct of any or all of the foregoing businesses and, further, to do any and all things which a corporation formed under the laws of the State of Idaho,

as now or hereafter enacted, may do, it being the intent of these articles that the above-enumerated purpose shall not be construed as limiting the power of the corporation.

d. To use and apply surplus earnings or accumulated profit to the purchase and acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms, as its Board of Directors shall determine; to invest surplus funds from time to time at the discretion of the Board of Directors; to appoint such officers, employees, and agents as the business of the corporation may require, and to allow them compensation; to make Bylaws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

e. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects, or the furtherance of any of the purposes hereinabove set forth, either alone or in association with other corporations, firms, or individuals, and to do every act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid businesses or powers, or any part or parts thereof; provided the same be not inconsistent with the laws in the State of Idaho under which this corporation is formed.

f. To transact any and all business not forbidden by law.

ARTICLE THREE POWERS

This corporation shall have the power to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to

the purposes herein named or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation, either as holder of or as interested in any property or otherwise; and to have all the rights, powers, and privileges named or hereafter conferred by the general corporation laws of the State of Idaho as the same now exist or may from time to time be amended.

ARTICLE FOUR

DURATION

The duration of this corporation is perpetual.

ARTICLE FIVE

STOCK

The amount of the total authorized capital stock of this corporation is 10,000 shares with a par value of \$1.00 per share, and which shall be all of the same class designated as common. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock and the holder of such shares shall not be liable for any further payment thereon. Each share of common stock shall have one full vote at the stockholder's meetings of the corporation.

ARTICLE SIX

LOCATION AND REGISTERED AGENT

The principal place of business and registered office of the corporation shall be 2802 Clearwater Avenue, Lewiston, Idaho 83501, and branch offices or places of business may be located or established by the corporation at such other places within or without the state of Idaho as the Board of Directors may decide upon, and meetings of the Board of Directors may be held at any such place, branch office, or place of business,

and business of the corporation transacted there. The registered agent of the corporation, who may be found at 2802 Clearwater Ave., Lewiston, Idaho 83501, is V. R. Thomas.

ARTICLE SEVEN

DIRECTORS

The management of this corporation shall be vested in a Board of Directors. The number of directors of this corporation shall be not less than two (2) nor more than five (5), except that in the event all of the shares of the corporation are owned beneficially and of record by one (1) stockholder, the number of directors may be less than two (2), but not less than the number of stockholders, and the number, qualifications, officers, terms of office, manner of election, time and place of meetings and power of directors and their duties shall be such as are prescribed by the Bylaws of this corporation.

The Board of Directors of this corporation shall be, and they are authorized to determine the value of any property or consideration other than money, which is offered to, tendered, or paid for corporate stock.

ARTICLE EIGHT

BYLAWS

The Board of Directors shall have the power to adopt, repeal, and amend the Bylaws and adopt new Bylaws by a vote representing a majority of the number of directors in this corporation, subject, however, to the power of the stockholders to change, amend, or repeal such Bylaws by a vote of the holders of a majority of the allotted shares of the corporation.

ARTICLE NINE

INCORPORATORS AND INITIAL DIRECTORS

The name and address of each of the initial directors and incorporators to act until the first meeting of shareholders is called are:

NAME	ADDRESS
V. R. Thomas	2621 Willow Drive Lewiston, ID 83501
Stan D. Buratto	421 N.W. 87th Street Vancouver, WA 98665

ARTICLE TEN
AMENDMENTS

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the Bylaws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, executing these Articles of Incorporation in duplicate this ____ day of May, 1989.



V. R. Thomas



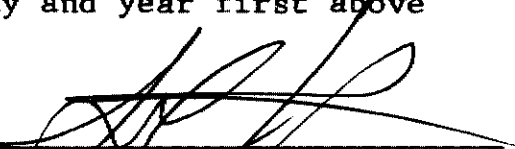
Stan D. Buratto

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

On this 12th day of May, 1989, before me,
Stephen C. Rice, a notary public, personally
appeared V. R. THOMAS, known to me to be the person whose name
is subscribed to the foregoing instrument, and acknowledged to
me that he executed the same.

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

(NOTARY SEAL)



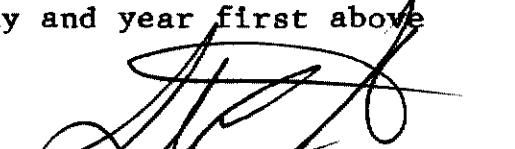
Notary Public for Idaho
Residing at Lewiston
My commission expires on
3/25, 1999

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

On this 17th day of May, 1989, before me,
Stephen C. Rice, a notary public, personally
appeared STAN D. BURATTO, known to me to be the person whose
name is subscribed to the foregoing instrument, and acknowledged
to me that he executed the same.

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

(NOTARY SEAL)



Notary Public for Idaho
Residing at Lewiston
My commission expires on
3/25, 1999