

FILED

JUN 3 9 43 AM '99

**SECRETARY OF STATE
STATE OF IDAHO**

**ARTICLES OF INCORPORATION
OF
STONESCAPES, INC.**

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all being citizens of the United States of America, of legal age, this day having voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify:

ARTICLE I

The name of the corporation is **STONESCAPES, INC.**

ARTICLE II

The purposes for which this corporation is formed are:

- (a) To carry on the business of landscaping and cement and stonework.
- (b) To transact any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

**ARTICLE III
DURATION**

The period of existence and the duration of the life of this corporation shall be perpetual.

**ARTICLE IV
PLACE OF BUSINESS/REGISTERED OFFICE**

The location and mailing address of the registered office of this corporation in the State of Idaho, shall be: 1250 Curtner, Kuna, Idaho 83634.

**ARTICLE V
REGISTERED AGENT**

The name of the registered agent of this corporation is MAGGIE GROVER-BACHER.

ARTICLES OF INCORPORATION -- 1.

**IDAHO SECRETARY OF STATE
06/03/1999 09:00
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ARTICLE VI STOCK

This corporation is authorized to issue one class of shares of its capital stock to be designated as **common stock**; the total number of shares of common stock which this corporation shall be authorized to issue is 100. The common stock of this corporation shall have **no par** value.

ARTICLE VII INCORPORATORS AND INITIAL DIRECTORS

The number of directors constituting the initial board of directors is three (3) and the names and mailing addresses of each of the incorporators and initial directors of this corporation, and the number of shares of said common stock subscribed by each of these incorporators, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
<u>SUBSCRIBED</u>		
HEIKO GROVER-BACHER	1250 Curtner, Kuna, Idaho 83634	30
MAGGIE GROVER-BACHER	1250 Curtner, Kuna, Idaho 83634	30
SKYE M. HALLETT	1414 Wright Ct., Boise, Idaho 83705	30

Each of the above-named persons enumerated as incorporators and initial directors, is a natural person, resident of the State of Idaho, over the age of 21 years, and a citizen of the United States of America. Said initial directors shall serve until the first annual meeting of the shareholders and until their successors are elected and qualified.

ARTICLE VIII

The capital stock of this corporation shall be non-assessable, and the private property of the shareholders of this corporation, and shall not be liable for the debts, obligations or liabilities of this corporation.

ARTICLE IX

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

ARTICLE X

The power to alter, amend or repeal the Bylaws of the corporation and to adopt new Bylaws is reserved to the Shareholders.

ARTICLES OF INCORPORATION -- 2.

ARTICLE XI
CORPORATE POWERS AND MANAGEMENT

All corporate powers and management are expressly reserved to the Shareholders of the corporation but shall be executed and carried out by and through the Board of Directors.

IN WITNESS WHEREOF, the undersigned have set their hands and official seals
this 28 day of May, 1999.



HEIKO GROVER-BACHER



MAGGIE GROVER-BACHER

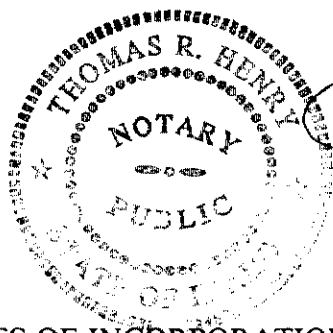


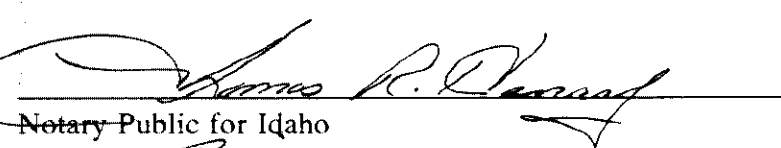
SKYE M. HALLETT

STATE OF IDAHO)
) ss.
County of ADA)

On this 28 day of May, 1999, before me, the undersigned Notary Public, did personally appear Heiko Grover-Bacher, Maggie Grover-Bacher and Skye M. Hallett, known to me, or proved by satisfactory evidence to be the persons whose names are subscribed to the foregoing document, and did subscribe to the same in my presence.

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





Notary Public for Idaho

Residing: Boise

Commission expires: 10/27/2003