



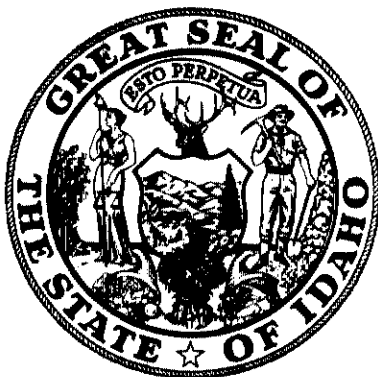
**CERTIFICATE OF INCORPORATION  
OF**

**ALL SEASONS SUNROOMS, 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: March 02, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Sabala*

RECEIVED  
SEC. OF STATE

Articles Of Incorporation OF  
All Seasons Sunrooms, Inc.

FEB 26 1 47 PM '90  
SECRETARY OF STATE

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Know all men by these presents, that we the undersigned Steve Chandler and Gerry Hill, each being a natural person of full age and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following articles of incorporation:

1)

The name of this corporation shall be All Seasons Sunrooms, Inc.

2)

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

3)

The location of this registered office of this corporation shall be 4048 Chinden Blvd. Boise, Idaho, 83714. The initial registered agents are Gerry Hill and Steve Chandler, doing business at same address.

4)

The nature of the business and the objects and purposes of the corporation shall be: To construct, sell, and repair sunrooms, solariums, greenhouses and related facilities and products.

To enter into, make and perform and carry out contracts of every sort and kind with any person, firm, corporation, association, municipality, country, territory district, state, and government.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the goodwill, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To draw, make, accept, endorse, discount, execute, and issue promissory notes and other negotiable or transferable instruments.

The said corporation may perform any part of its business outside the State of Idaho, in the other states, in the District of Columbia, territories or possessions or dependencies of the United States.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase, or otherwise acquire, to hold, own, mortgage, sell, convey or dispose of real and personal property of every class of and description in any of the states, districts, territories, possessions, or colonies of the United States.

The foregoing clauses shall be construed as objects, purposes and powers; and it is hereby expressly provided that any enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general, to have and exercise all the powers conferred by the laws of Idaho upon corporation.

5)

It is furtherance, and not in limitation of the powers conferred by the statute, the board of directors is expressly authorized:

To make and alter by-laws of this corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

If the by-laws so provide, to designate both of its members to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of the corporation, have and exercise any or all of the powers of the board of directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of at least

a majority of the holders of the voting stock issued and outstanding, the board of directors shall have the power to sell, lease, or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its board of directors deem expedient and for the best interests of the corporation.

6)

The total number of shares which this corporation is authorized to issue is one hundred (100), valued at one dollar (\$1.00) each. Such shares may be issued by the corporation from time to time, without action by the stock holders, for such consideration and upon such terms as may be fixed from time to time by the board of directors, and shares issued, the full consideration for which as so fixed by said board of directors has been paid or delivered, shall be deemed fully paid, and no holder of any such shares shall be liable for any further payment thereon.

7)

All shares of this corporation are of the same class, with equal rights in voting power, and without preferences and/or restrictions.

8)

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the board of directors, and as may be permitted by law.

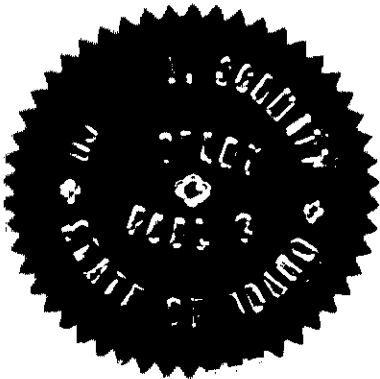
9)

The name and post office address of each of the incorporators/initial directors and a statement of the number of shares subscribed for each, is as follows;

NAME	ADDRESS	NO. SHARES	AMOUNT PER SHARE
Gerry Hill	3521 Tulara, Boise <sup>de</sup>	50	\$1.00
Steve Chandler	2600 Grandee, Boise <sup>A</sup>	50	\$1.00

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinfoe named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to take the number of shares of stock hereinbefore set opposite our names and accordingly have hereunto set our hands and seals this 16<sup>th</sup> day of FEB., 1990.



Gerry Hill (seal)  
Gerry Hill

Steve Chandler (seal)  
Steve Chandler

STATE OF IDAHO }  
COUNTY OF ADA } ss.

ON this 16th day of Feb., 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared Gerry Hill and Steve Chandler, known to me to be the persons whose names are subscribed to and who executed and subscribed the within and foregoing Articles of Incorporation of All Seasons Sunrooms, Inc., and severally acknowledged to me that they executed the same in triplicate.

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

True and certified photo-copies of the Original.

Donna Schmitt  
Notary Public for the State of Idaho.  
Residing at Boise, Idaho