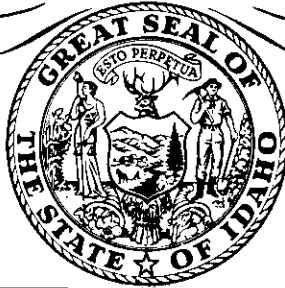


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

**WESTERN HEATING & AIR CONDITIONING, INC.**

was filed in the office of the Secretary of State on the **nineteenth** day of **December** A.D., One Thousand Nine Hundred **sixty-seven** and **will be** duly recorded on ~~microfilm~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Boise, Idaho**

in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **19th** day of **December**, A.D., 19 **67**.

Pete T. Cenarrusa  
Secretary of State.

\_\_\_\_\_  
Corporation Clerk.

ARTICLES OF INCORPORATION  
OF  
WESTERN HEATING & AIR CONDITIONING, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, EACH BEING A NATURAL PERSON OF FULL AGE AND A CITIZEN OF THE UNITED STATES OF AMERICA, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF IDAHO, AND DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

I

The name of this corporation shall be:  
WESTERN HEATING & AIR CONDITIONING, INC.

II

The purposes of the corporation are:

1. To install and repair heating plants, gas fittings and apparatus in buildings, and to do a general plumbing business; to engage in the buying and selling and manufacturing of plumbing and heating supplies of every kind, nature, and description, both domestic and industrial, and in the buying and selling of all building supplies and equipment of any kind, nature, or description whatsoever.
2. To manufacture, buy, sell, install, collect, generally deal in and with electrical equipment of every type including insulators, conductors, insulating material, brackets, wire, poles, conduits, cables, fixtures, chandeliers, electroliers, lamps, globes, motors, generators, meters, dynamos, batteries, fuses, switches, lighting equipment, and especially infra-red application, and all other appliances, equipment, appurtenances, goods, and devices capable of being employed in connection with the generation, accumulation, distribution, transmission, and use of electricity; and to manufacture, buy, sell,

and deal in all materials used for or in connection with the manufacture of the articles aforesaid, or which may be advantageously dealt in by the corporation in connection therewith.

3. To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho;

To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform;

4. To acquire, lease, or otherwise to own, hold, possess, enjoy, and to sell, encumber, mortgage, pledge and otherwise dispose of any and all classes of property, whether real, personal or mixed;

5. To borrow money to carry on the business of the corporation or for general corporate purposes, and to issue bonds, debentures, notes or other obligations therefor, and to secure the same by pledge or mortgage on the whole or any part of the property of the corporation;

6. To organize, incorporate, or create, and to enter into contracts and agreements with subsidiary or affiliated corporations of any type or nature;

7. To make, perform and carry out any and all contracts necessary, requisite or advantageous with respect to all business operations of the corporation;

8. To do all and everything necessary, suitable or proper for the accomplishment of any and of the purposes or attainments of any of the objects hereinbefore enumerated, either alone or in association with other corporations, firms, and individuals, as principals, agents, brokers, contractors, trustee or otherwise, and in general to engage in any and all lawful business that may be necessary or convenient in carrying out the general business of said corporations and for the purposes pertaining thereto, and to do any and every other act or acts, thing or things, incidental to, growing out of, or connected with the general business, or any part or parts thereof;

9. No stock in this corporation shall be sold without the unanimous consent of all of the stockholders of this corporation.

The designation of any object or purpose herein shall not be construed to be a limitation or qualification or in any manner to limit or restrict the purposes and objects of the corporation.

### III

The term of existence of this corporation shall be perpetual.

### IV

The registered office of this corporation in the State of Idaho shall be located in Ada County, 2506 Gekeler Lane, Boise, State of Idaho, and the post office address of such registered office shall be 2506 Gekeler Lane, Boise, Idaho.

### V

The amount of the total authorized stock of the corporation shall be divided into Five Hundred (500) shares which shall be common stock and which shall have a par value of Ten (\$10.00) Dollars per share, and an aggregate par value of Five Thousand Dollars. The shares of stock shall all be common, and such shares shall be non-assessable and shall have equal voting rights and other powers.

### VI

The Board of Directors of this corporation shall consist of three members, and all of the powers of this corporation are hereby conferred upon such directors insofar as such powers may be lawfully vested in and exercised by such a board.

### VII

This corporation hereby reserves the right to amend, alter, change or repeal any provision of this Articles of Incorporation, in the manner now provided, or which may hereinafter be provided by law, and all rights, privileges and powers by the Articles are so conferred subject to this reservation.

### VIII

The amount of capital stock actually subscribed is three (3)

shares, which have been subscribed at their par value, and the following are the names and places or residence of each of the incorporators who have subscribed to said stock:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Bill R. Willhite	2506 Gekeler Lane Boise, Idaho	1
Bob R. Barnes	3310 N. 39th Street Boise, Idaho	1
M. A. Smith	330 North Orchard Boise, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 12<sup>th</sup> day of December, 1967.

Bill R. Willhite  
Bill R. Willhite

Bob R. Barnes  
Bob R. Barnes

M. A. Smith  
M. A. Smith

STATE OF IDAHO )  
County of Ada ) ss

On this 12<sup>th</sup> day of December, 1967, before me, a Notary Public in and for said State, personally appeared Bill R. Willhite, Bob R. Barnes, and M. A. Smith, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they 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.

Frederick Smith  
Notary Public for Idaho  
Residing at Boise, Idaho