

Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

APACHE STONE AND TILE, INC.

was filed in the office of the Secretary of State on the **Twelfth** day of **March,** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **127** 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

Nampa

in the County of

Canyon.

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 **12th** day of **March**, A.D., 19 **64.**

Secretary of State.

ARTICLES OF INCORPORATION
OF
APACHE STONE AND TILE, INC.

KNOW ALL MEN BY THESE PRESENTS, That We, the undersigned, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of the corporation is APACHE STONE AND TILE, INC.

ARTICLE II

The corporation is to have perpetual existence.

ARTICLE III

The location and Post Office address of the registered office of the corporation is 1014 First Street South, Nampa, Canyon County, Idaho.

ARTICLE IV

The corporation is authorized to issue one class of shares of capital stock to be designated as common stock.

The total number of par value shares authorized to be issued is two hundred fifty (250) shares of the par value of One Hundred Dollars (\$100.00) per share. The aggregate par value of said authorized shares is Twenty Five Thousand Dollars (\$25,000.00). Transfer of said shares of stock is restricted under a Shareholders Agreement which agreement shall be on file at the registered office of the corporation and shall be referred to on all issued stock certificates of the corporation.

ARTICLE V

The purposes for which said corporation is formed are:

(a) To mine, mill, manufacture and sell building stone and tile and related products.

(b) To purchase, lease and otherwise acquire, hold, operate, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, both in the State of Idaho and in all other states; territories and dependancies of the United States; to purchase the good will, business and all other property of any individual, firm or corporation as a going concern and to assume all its debts, contracts and obligations providing said business is authorized by the powers herein conferred.

(c) To own, acquire, build, construct or repair buildings for rental and business purposes and to operate, handle and conduct the same as and for rental and business purposes, To own, acquire or purchase any and all kinds of real or personal property of whatsoever kind or nature to be used in connection with or for any of the purposes of this corporation.

(d) To lend, or advance money or to invest money in any corporation, business, association or individual wherever situated or located, with or without security as directed or authorized by the Board of Directors of this corporation.

(e) To borrow money in the purchase or acquisition of property, business rights or franchises or for additional working capital or for any other object in or about its business or affairs and without limit or amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

(f) To enter into, make and perform and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality, body, politic, country, territory, state, government or colony or dependency thereof and without limit as to amount; to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments or evidences of indebtedness, whether secured by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho.

(g) To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness and shares of capital stock of other corporations and also to guarantee the payment or satisfaction of the dividends on shares of the capital stock of other corporations as far as and to the extent that the same may be permissible under the laws relating to domestic corporations of the State of Idaho.

(h) To purchase and otherwise acquire any and all letters patent and similar rights guaranteed by the United States or any other country or government,

licenses and the like, or any other interests therein or any inventions which may seem capable of being used for or in connection with any of the objects or purposes of said corporation and to use, develop, sell and grant licenses in respect to or other interest in the same and otherwise turn the same to account.

(i) To purchase, sell, acquire or otherwise become interested in any stocks, bonds, mortgages, debentures, notes, commercial papers, subscription warrants, voting trust certificates and other securities, choses in action, evidences of indebtedness or other obligations of any nature, whether of domestic or foreign corporations, bodies politic, associations, firms, syndicates or individuals, and whether by purchase, investment, underwriting, by original subscription, participation in syndicates with others or otherwise and irrespective of whether or not such securities are fully paid or subject to further payment whether with a view to investment or for resale or for any other legal and lawful purpose.

(j) To organize or cause to be organized under the laws of the State of Idaho, or any other state, district, territory, province or government, a corporation or corporations for the purpose of accomplishing any or all of the objects for which this corporation is organized and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged or consolidated.

(k) To do each and all things herein set forth to the same extent and as fully as natural persons might do or could do in the State of Idaho, or in any other state, country or place.

(l) In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conferred by the laws of the State of Idaho, upon business corporation, it being hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

(m) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

(n) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties. And the performing of all other acts which may be incidental to the proper carrying on of said business.

(o) Subject to the provisions of law, the corporation may purchase or otherwise acquire, hold and re-issue the shares of its capital stock.

ARTICLE VI


The names and post office addresses of the incorporators and first Board of Directors of this corporation, each of whom is a full age citizen of the United States of America, and the number of shares subscribed by each are as follows:


<u>NAME</u>	<u>P. O. ADDRESS</u>	<u>SHARES</u>
Lloyd A. McLaughlin	Route 4, Nampa, Idaho	30
Mable I. McLaughlin	Route 4, Nampa, Idaho	15
Dallas C. Qualman	Route 6, Box 26, Nampa, Idaho	30
Margaret G. Qualman	Route 6, Box 26, Nampa, Idaho	15

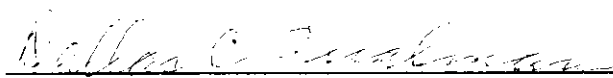
ARTICLE VII

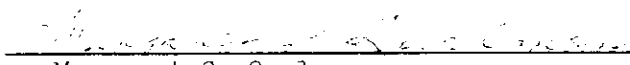
Directors of this corporation shall be shareholders.

IN WITNESS WHEREOF, We, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 11th day of March, 1964.


Lloyd A. McLaughlin


Mable I. McLaughlin

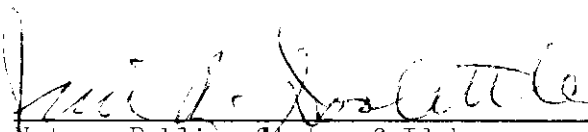

Dallas C. Qualman


Margaret G. Qualman

STATE OF IDAHO)
 : ss
County of Canyon)

On this 11th day of March, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared Lloyd A. McLaughlin and Mable I. McLaughlin, husband and wife, and Dallas C. Qualman and Margaret G. Qualman, husband and wife, known to me to be the persons whose names are subscribed to the foregoing 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 first above written.



Notary Public, State of Idaho
Residing at Nampa, Idaho
My Commission Expires 7-1-67 .