



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

TRUSSCRAFT, INCORPORATED

was filed in the office of the Secretary of State on June 7th . 19 78 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 7th day of June .A.D., 19 78.

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

ARTICLES OF INCORPORATION

OF

TRUSSCRAFT, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons over the age of eighteen years and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the provisions of the general business corporation laws of the State of Idaho, do hereby certify as follows:

ARTICLE FIRST

The name of the corporation is TRUSSCRAFT, INCORPORATED.

ARTICLE SECOND

The corporation is to have perpetual existence.

ARTICLE THIRD

In order to effectuate the objects and purposes herein declared to be the purposes for thich this corporation is organized, it is formed and is authorized to do as principal, agent, or otherwise, in any and every part of the World, any and everthing herein set forth to the same extent as natural persons might and could do. In furtherance of, and not in limitation of, the general powers conferred by the laws of the State of Idaho, it is hereby expressly provided that this corporation shall have the following powers:

 $\underline{1}/$ To engage in the business of preparing, processing, and otherwise manufacturing and purchasing, trading, and dealing in, for resale, trusses and similar products composed in whole or in part of wood or wood products.

- 2/ To engage in any business related or unrelated to those described in clause (1) above as may be from time to time authorized or approved by the Board of Directors of this corporation, and to engage in any activities and do all things as are incidental to or conducive to the attainment of any of the objectives and purposes set forth in this paragraph.
- $\underline{3}/$ To be a promoter, partner, member, associate or manager of other business enterprises or ventures and to enter into any lawful arrangements for sharing profits and losses in any transactions.
- 4/ To promote and organize other corporations and to the extent and wherever permitted, to be an incorporator of other corporations of any type or kind.
- 5/ To enter into, make, perform, and carry out contracts of every kind, amount and character with any person, firm, association, partnership, private or municipal, corporation or governmental agency or subdivision insofar as not contrary to law.
- $\underline{6}$ / To do business anywhere in the world and to have one or more offices and places of business out of the State of Idaho.
- $\underline{7}/$ To acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property in all parts of the World.
- $\underline{8}/$ To have and exercise all rights and powers now existing and which may hereafter be granted to a corporation by the laws of the State of Idaho.
- $\underline{9}/$ To make donations for the public welfare or for charitable, scientific, or educational purposes.

- 10/ To carry on and conduct a general contracting business.
- $\underline{11}/$ To purchase or otherwise acquire patents, licenses, inventions, rights or privileges, either in the United States or in any other part of the world and to trade and deal in the same.
- 12/ To carry on and engage in a general wholesaleretail business; to sell and deal in all kinds of maufactured goods or merchandise for profit or otherwise.
- $\underline{13}/$ To borrow and lend money from or to any person, firm, partnership, association or corporation, and to make and issue notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof and issue debentures.
- $\underline{14}/$ To purchase or otherwise acquire or own the corporate common or preferred stocks and bonds of any other corporation, public or private.
- 15/ To purchase and acquire the corporation's own stock insofar as not contrary to the Constitution or laws of the State of Idaho, and to sell the corporation's own corporate stock, bonds, debentures or other securities or evidence of indebtedness.
- $\underline{16}/$ To merge or consolidate with any corporation in such manner as may be permitted by law.
- 17/ To do and perform every act or thing necessary to carry out the above enumerated purposes calculated directly or indirectly to the advancement of the interest of this corporation, and to the enhancement of the value of the corporation's stock or property.

 $\underline{18}/$ To enter into any kind of contract or agreement, cooperative or profit-sharing plan, with its directors, officers and/or employees that the corporation may deem advantageous or expedient, or otherwise beneficial or desirous to reward or pay such persons for their service.

ARTICLE FOURTH

The registered office of this corporation and its principal place of business shall be at 4501 Federal Way, Boise, Idaho 83705, but may be changed from time to time by action of the Board of Directors of this corporation. The Post Office address of the corporation is P. O. Box 5834, Boise, Idaho, 83705.

ARTICLE FIFTH

The authorized capital of the corporation consists of a single class of stock, the total number of authorized shares being 1,000 with a par value of \$100.00 each and an aggregate par value of \$100,000.00.

Each share shall have full voting and dividend paying privileges.

From time to time the capitalization of this corporation may be increased or decreased as provided by law and the by-laws of this corporation, and if the capitalization is changed, such amendment may provide for different classes of stock with such priorities and privileges as may be provided in such amendment.

ARTICLE SIXTH

The names and post office addresses of the incorporators of the corporation with the number of shares subscribed for by each are as follows:

Frank W. Leonard
P. O. Box 8891
Boise, Idaho 83707

Lynn A. Osborn
7788 Pierce Park Lane
Boise, Idaho 83703

Jerry Livingston
2323 S. Ohio Avenue
Caldwell, Idaho 83605

ARTICLE SEVENTH

These articles may be amended as provided by the laws of the State of Idaho.

ARTICLE EIGHTH

The private property of the stockholders of the corporation shall not be subject to corporate debts.

ARTICLE NINTH

A voluntary sale, lease or exchange of all or substantially all of the property and assets of the corporation may be made upon such terms and conditions as it deems expedient, including an exchange for shares in another corporation as follows:

- (1) If the corporation is able to meet its liabilities then matured, by a vote of a majority of the voting power of all shareholders.
- (2) If the corporation is unable to meet its liabilities then matured, by action of the Board of Directors.

ARTICLE TENTH

The holders of shares of any class of stock of this corporation shall, upon the sale by authorization of the corporation, for cash or shares of the same class, have the right, during the reasonable time to be fixed by the Board of Directors to purchase such shares in proportion to their respective holdings of shares of such class at such price as may be fixed therefor by the Board of Directors, but at not less than par value of such shares.

Frank W. Leonard

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STATE OF IDAHO,) : ss County of Ada.)

On this ____ day of June, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared FRANK W. LEONARD, LYNN A. OSBORN and JERRY LIVINGSTON, 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.

Motary Fublic for Idaho

Residing at