

FILED

DEC 1 11:11 '99

**ARTICLES OF INCORPORATION
OF
RALPH A. VALDEZ FLOORING, INC.**

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned incorporator, being a natural person of full age and citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the Idaho Business Corporation Act and such other laws of the State of Idaho as are pertinent, and does hereby certify as follows:

ARTICLE I

NAME

The name of the corporation shall be Ralph A. Valdez Flooring, Inc.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 5460 Oseola Place, Boise, Idaho 83709 and the initial registered agent at this office is Ralph A. Valdez.

ARTICLE IV

PURPOSE AND POWERS

The nature of the business and the purpose of this corporation is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IDAHO SECRETARY OF STATE

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ARTICLE V

SHARES

The authorized amount of capital of this corporation shall be 10,000 shares of common stock, with a par value of \$1.00 each, making an authorized aggregate capitalized stock at par value of \$10,000, which stock shall not be issued until fully paid for and once so issued shall not be subject to assessment. There shall be only one class of stock.

ARTICLE VI

PREEMPTIVE AND PREFERENTIAL RIGHTS

The stockholders of the corporation shall have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and to any obligations of the corporation convertible into stock. Any stock or obligations convertible into stock issued by the corporation shall be first offered to the stockholders of the corporation.

ARTICLE VII

DIRECTORS

The number of Directors of the corporation shall be as specified in the Bylaws and the number of Directors may, from time to time, be increased or decreased as may be provided by the Bylaws; provided, however, that the number of the Directors constituting the Board shall not be fewer than the number required by law.

The initial Board of Directors shall consist of two Directors, who shall serve until successors are hereafter elected and qualify, and who shall be:

Ralph A. Valdez

5460 Oseola Place
Boise, Idaho 83709

Kimberly A. Valdez

5460 Oseola Place
Boise, Idaho 83709

ARTICLE VIII

SHAREHOLDER LIABILITY

Without limiting Idaho Law in any way, the private property of the stockholders of the corporation shall not be subject to the payment of corporate debts; the corporate assets shall not be subject to the personal debts of the stockholders; and the shares of the corporation shall not be subject to assessment for the purposes of paying expenses, conducting business, or otherwise paying debts or obligations of the corporation.

ARTICLE IX

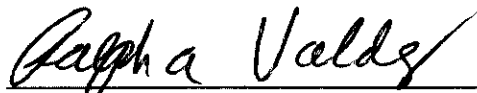
INCORPORATOR

The name and address of the incorporator is:

Ralph A. Valdez

5460 Oseola Place
Boise, Idaho 83709

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation, this 30th day of November, 1998.



RALPH A. VALDEZ, Incorporator