

State of Idaho

Department of State

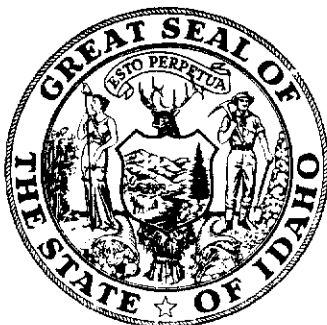
CERTIFICATE OF INCORPORATION OF

ROXANNE'S TILE COLLECTION, INC.
File number C 118854

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 27, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Sheryl DeWitt

APR 22 11 1997
JAN 10 1997

ARTICLES OF INCORPORATION
OF
ROXANNE'S TILE COLLECTION, INC.

The undersigned, acting as incorporator under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

1. NAME. The name of the corporation is: Roxanne's Tile Collection, Inc.
2. DURATION. The period of its duration is perpetual.
3. PURPOSES. The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. STOCK. The corporation shall have the authority to issue 2,000 shares of capital stock, all of one (1) class, no par value.

5. ADDRESS. The address of the initial registered office of the corporation is:

Street Address: 314 South River Street, Hailey, Idaho 83333

The name of the initial registered agent of the corporation at the above address is: Roxanne Bell

6. INITIAL DIRECTOR. The number of directors constituting the initial Board of Directors is one (1), whose name and address is: Roxanne Bell, 314 South River Street, Post Office Box 2398, Hailey, Idaho 83333-2398.

7. INCORPORATOR. The name and address of the incorporator is: Roxanne Bell, 314 South River Street, Post Office Box 2398, Hailey, Idaho 83333-2398.

IDAHO SECRETARY OF STATE
DATE 03/27/1997
0900 76958 2
CK #: 4999 CUST# 68722
CORP 1@ 100.00= 100.00
EXPEDITE C 1@ 20.00= 20.00


IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of March,
1997.


Roxanne Bell

STATE OF IDAHO)
) ss.
County of Blaine)

On this 26 day of March, 1997, before me, a Notary Public in and for said State, personally appeared Roxanne Bell known to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

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



NOTARY PUBLIC FOR IDAHO

Residence: Bozeman, IDAHO

Commission expires: 10-21-99

(Seal)

art of inc. form