



Department of State.

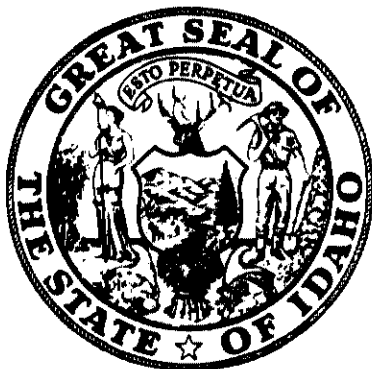
**CERTIFICATE OF AUTHORITY
OF**

L. D. BRINKMAN & CO., (TEXAS), INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of L. D. BRINKMAN & CO., (TEXAS), INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to L. D. BRINKMAN & CO., (TEXAS), INC. to transact business in this State under the name L. D. BRINKMAN & CO., (TEXAS), INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 21, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is L.D. BRINKMAN & CO. (TEXAS), INC.

2. The name which it shall use in Idaho is L.D. BRINKMAN & CO. (TEXAS) INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Texas

4. The date of its incorporation is August 2, 1965 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 520 N. Wildwood Road, Irving, Texas 75061

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Distribution of carpet and floor products

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>V. Levon Ezell</u>	<u>President</u>	<u>6419 Riverview Lane, Dallas, Texas 75248</u>
<u>Jack L. Wulz</u>	<u>Vice President/Secretary</u>	<u>7327 Arbor Oaks Dr., Dallas, Texas 75248</u>
<u>David Kliever</u>	<u>Treasurer</u>	<u>4517 Tarry Dr., Garland, Texas 75043</u>
<u>Thomas D. Karol</u>	<u>Director</u>	<u>130 Lanes End, Concord, Massachusetts 01742</u>
<u>V. Levon Ezell</u>	<u>Director</u>	<u>6419 Riverview Lane, Dallas, Texas 75248</u>
<u>Jack L. Wulz</u>	<u>Director</u>	<u>7327 Arbor Oaks Dr., Dallas, Texas 75248</u>

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 11-4-91

L.D. BRINKMAN & CO. (TEXAS), INC.

(Corporation Name)

By V. Levon Ezell

V. Levon Ezell Its President ~~Its President~~ (please specify)

and Jack L. Wulz

Jack L. Wulz Its Secretary ~~Its Secretary~~ (please specify)

STATE OF Texas)
COUNTY OF Dallas) ss:

I, Lynette Smith, a notary public, do hereby certify that on this 4th day of November, 19 91, personally appeared before me V. Levon Ezell, who being by me first duly sworn, declared that (X)he is the President of L.D. BRINKMAN & CO. (TEXAS), INC.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Lynette Smith
Notary Public



The State of Texas

Secretary of State

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IT IS HEREBY CERTIFIED, THAT

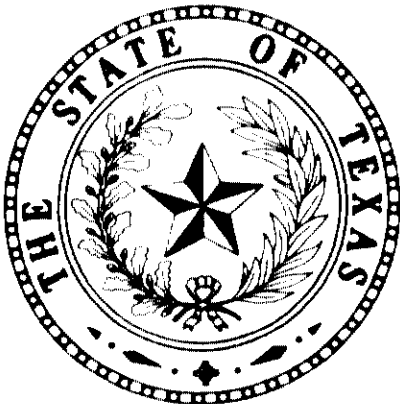
L. D. BRINKMAN & CO. (TEXAS), INC.

FILED ARTICLES OF INCORPORATION IN THIS OFFICE AND WAS ISSUED
A CERTIFICATE OF INCORPORATION ON

AUG. 2, 1965;

THAT SO FAR AS IS SHOWN BY THE RECORDS OF THIS
DEPARTMENT, NO CERTIFICATE OF DISSOLUTION HAS BEEN FILED FOR SAID
CORPORATION, AND IT IS STILL IN EXISTENCE.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO
SIGNED MY NAME AND CAUSED TO BE
IMPRESSED HEREON THE SEAL OF STATE ON
NOV. 6, 1991



John Hannah Jr.
Secretary of State