



**CERTIFICATE OF INCORPORATION
OF**

MESA TILE, INC.

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: January 27, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. Hawley*

JAN 27 3 45 PM '89 OF INCORPORATION
SECRETARY OF STATE OF

JAN 27 2 26 PM '89
SECRETARY OF STATE
STATE OF IDAHO

MESA TILE, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all being citizens of the United States, of legal age, this day having voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify:

ARTICLE I.

The name of the corporation shall be Mesa Tile, Inc.

ARTICLE II.

Purposes

(a) To buy, sell, manufacture, and or install, all kinds of construction materials for commercial, residential, institutional, public or private structures, building, or related facilities. This includes but is not limited to functional or decorative appertanences, accessories and support facilities either connected with or not connected with the primary construction.

(b) To enter into, make, perform and carry out contracts, of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory, or municipality of the United States or any foreign country, government body politic.

(c) To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions and conduct all business appertaining thereto, including the making of advances of goods stored and deposited with it.

(d) To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased, or held by this corporation and to improve and generally to operate any and all personal property owned by this corporation.

(e) To acquire and hold all or any part of the capital stock, assets, or good will of any business of any person, firm, association or corporation engaged in any business in whole or in

part similar to that of this corporation, consistent with the objects, and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or in any part of the obligations, or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(f) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debenture, notes or other obligations by mortgages or pledges or other liens upon any or all the property of this corporation wheresoever situated.

(g) To carry out all or any part of the foregoing objects, or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and descriptions, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do, or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

(h) To conduct its business in the State of Idaho, and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho.

(i) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

ARTICLE III.

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV.

The location and post office address of the registered office of this corporation in the State of Idaho shall be 1801 Harrison Blvd., Boise, Idaho. The name of the registered agent is Phillip A. King 1801 Harrison Blvd, Boise, Idaho 83702

ARTICLE V.

This corporation is authorized to issue one class of shares of its capital stock to be designated as common stock; the total number of shares of common stock which this corporation shall be authorized to issue is 1000. All such shares of common stock are to be without par value.

ARTICLE VI.

The names and pst office addresses of each of the incorporators of this corporation who are also the initial directors of this corporation and the number of shares of said common capital stock subscribed by each of those incorporators are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares Subscribed</u>
Phillip A. King	1801 Harrison Blvd. Boise Id.	one
Debra K. King	1801 Harrison Blvd. Boise Id.	one

Each of the Persons above enumerated as incorporators is a natural person over the age of 21 years and is a citizen of the United States of America.

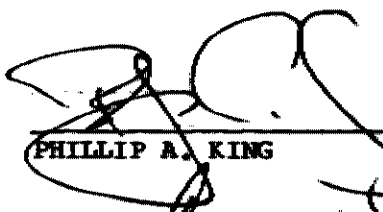
ARTICLE VII

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

ARTICLE VIII

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, We the undersigned, for the purpose of forming this corporation under the statutes of the State of Idaho, have executed these Articles of Incorporation this 22 day of JAN., 1988.



PHILLIP A. KING



DEBRA K. KING

STATE OF IDAHO }

ss.

County of Ada }

On this 22nd day of January, 1988, before me, the undersigned, A Notary Public in and for said State, personally appeared PHILLIP A. KING, DEBRA K. KING known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged that they were over the age of 21 years and were citizens of the United States of America.

In Witness Whereof, I have hereunto set my hand and Affixed my official seal the day and year in this certificate first above written.

Kelly E. Reynolds
Notary Public for Idaho