

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

INTERMOUNTAIN TERRAZZO, INC.

was filed in the office of the Secretary of State on the 17th day of February A.D. One Thousand Nine Hundred Fifty-five and duly recorded on Film No. 89 of Record of Domestic Corporations, of the State of Idaho, 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 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

17th day of February,

A.D., 19 55.

Secretary of State.

ARTICLES OF INCORPORATION
OF
INTERMOUNTAIN TERRAZZO, INC.

-O-

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons of full age, citizens of the United States of America and residents of the State of Idaho, have this day voluntarily associated ourselves together, and do hereby and by these Articles of Incorporation, unite and associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho for the purposes hereinafter stated.

I.

The name of this corporation shall be:

"INTERMOUNTAIN TERRAZZO, INC."

II.

The duration of this corporation shall be perpetual.

III.

The location and post office address of the registered office of this corporation in the State of Idaho shall be Boise, Ada County, Idaho.

IV.

The objects and purposes for which this corporation is formed and the general nature of the business to be transacted by this corporation are as follows:

A. To manufacture, process, install, treat, buy, sell and deal in and with, either for itself or as agent for others, terrazzo, mosaic work, tile of every kind, and all products thereof, without limitation, either at wholesale or retail.

B. To manufacture, buy, sell, deal in and with goods, wares, merchandise and other personal property of all kinds and descriptions, without limitation, at such places and locations as may be determined by the Board of Directors of this corporation.

C. To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, subject to royalty or otherwise, and whether exclusive, nonexclusive, or limited, or any part interest in such letters patent, concessions, licenses, inventions, rights and privileges, whether in the United States of America, or in any other part of the world; to sell, let, or grant any patent rights, concessions, licenses, inventions, rights or privileges belonging to the company, or which it may acquire, or any interest in the same; to register any patent, or patents, for any invention, or inventions, or obtain exclusive or other privileges in respect to the same, in any part of the world, and to apply for, exercise, use, or otherwise deal with, or turn to account any patent rights, concessions, monopolies, or other rights or privileges, either in the United States or in any other part of the world.

D. To purchase, lease, or otherwise acquire real and personal property of all kinds in the United States or elsewhere, and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights; and generally to do anything or perform any act which, in the judgment of the directors or stockholders of the company, shall be necessary or proper and conducive to the best interests of said company in accomplishing any of the objects or purposes herein set out.

E. To purchase or otherwise acquire, lease, assign, mortgage, pledge, or otherwise dispose of any trade-names,

trade-marks, concessions, inventions, formulae, improvements, processes of any nature whatsoever, either of the United States or of any foreign countries, and to accept and grant licenses thereunder.

F. To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, Deeds of Trust, debentures, securities, obligations, notes, and other evidences of indebtedness of any corporation, stock company, or association, now or hereafter existing, and whether created by or under the laws of the State of Idaho, or otherwise, and while owners of any such shares of the capital stock or bonds or other property to exercise all the rights, powers, and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose from time to time, to the same extent as natural persons might or could do.

G. To purchase, hold, sell, and re-issue the shares of the stock of this corporation.

H. To buy, lease, or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will, and assets of any person, firm, association, or corporation, either foreign or domestic, engaged in any business in which this corporation would have the right to engage under these Articles of Incorporation.

I. To engage in manufacturing or mercantile business, of any kind or character whatsoever, and to that end to acquire, hold, own, and dispose of any and all property, assets, stocks, bonds, and rights of any and every kind, without limitation.

J. To carry on any business whatsoever which the corporation may deem proper or convenient in connection with the foregoing purposes, or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation, or to enhance the value of its property; and to hold, purchase, mortgage and convey real and personal property, either in or out of the State of Idaho, and to have and to exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the Act pursuant to and under which this corporation is formed.

K. To purchase, or lease, hold, improve, sell and convey such real estate, and to construct, lease and maintain thereon such buildings, warehouses, workshops, manufacturing plants, or other improvements, as shall be necessary or proper, in the judgment of the directors or stockholders, for conducting the business of this corporation, either within or without the State of Idaho.

L. To borrow money and otherwise incur indebtedness, without limit as to amount, and to draw, make, accept, indorse, transfer, assign, guarantee, execute, and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments, and all other evidence of indebtedness, negotiable or non-negotiable, whether secured or unsecured.

M. For the purpose of securing all or any of its contracts, obligations, or liabilities, to convey, transfer, assign, deliver, mortgage, pledge, or otherwise hypothecate, all or any part of the property or assets at any time held or owned by this corporation.

N. To conduct its business and exercise all or any of its powers as above specified, or otherwise, in the State of Idaho, or in any other State, territory, or colony of the United States, the District of Columbia, or any other part of the world, as fully

and to the same extent as natural persons might or could do, either alone, or in association with others, and at its option to have one or more offices or places of business outside the State of Idaho, and such offices or places of business as shall be determined by its Board of Directors within the State of Idaho, in addition to its registered and principal place of business as set out in these Articles.

O. It is the intention of the incorporators of this Company that the foregoing clauses shall be construed both as objects and powers and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the powers of the corporation, but said corporation shall have the power to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of its purposes, or the attainment of any one or more of the objects hereinabove enumerated, or incidental to the purposes and objects hereinabove named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which is permitted under the laws of the State of Idaho, under which this corporation is organized, to the same extent and as fully as a natural person might or could do.

V.

The business of this corporation shall be managed and conducted by a Board of at least three directors, the first Board to be elected at the first meeting of the stockholders of this corporation and the entire Board to be elected annually thereafter at the annual meeting of the stockholders of this corporation.

VI.

The Board of Directors of this Corporation may meet and

transact the business of this corporation either at the principal place of business herein designated, or at such other place within or without the State of Idaho, as may be designated by resolution of the Board of Directors.

VII.

This corporation shall have a total authorized capital stock of TWENTY FIVE THOUSAND DOLLARS (\$25,000.00), divided into Two Hundred Fifty shares of the par value of ONE HUNDRED DOLLARS (\$100.00) per share.

VIII.

The names and the post office addresses, together with the number of shares of stock subscribed by each of the incorporators are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>No. of Shares</u>	<u>Par Value</u>
Floyd H. Walker	Boise, Idaho	9	\$900.00
Gordon Reynolds	Boise, Idaho	9	\$900.00
Ellen E. Walker	Boise, Idaho	1	\$100.00
LaVon Reynolds	Boise, Idaho	1	\$100.00

IN WITNESS WHEREOF, We have hereunto set our hands and seals, this 17th day of February, 1955.

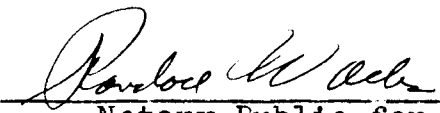
Floyd H. Walker
Gordon Reynolds
Ellen E. Walker
LaVon Reynolds

STATE OF IDAHO)
 : ss.
County of Ada)

On this 12th day of February, 1955, before me, the undersigned, a Notary Public in and for said State, personally appeared FLOYD H. WALKER, GORDON REYNOLDS, ELLEN E. WALKER, and LAVON REYNOLDS, 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.

(SEAL)



Notary Public for Idaho
Residing at Boise, Idaho