



**CERTIFICATE OF INCORPORATION
OF**

MASTERPIECE UPHOLSTERY COMPANY

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: September 13, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zavala*

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SECRETARY OF STATE

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**ARTICLES OF INCORPORATION
OF
MASTERPIECE UPHOLSTERY COMPANY**

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Masterpiece Upholstery Company.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The corporation is organized for the purpose of conducting and transacting any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000); which shares shall have a par value of \$1.00 each.

ARTICLE V

Provisions for the regulation of the internal affairs of the corporation are as shall be set forth in the bylaws of the corporation as from time to time adopted or amended.

ARTICLE VI

The address of the initial registered office of the corporation is 960 Broadway, Suite 400, Boise, Idaho 83706, and the name of its initial registered agent at such address is R. L. Miller.

ARTICLE VII

The number of directors constituting the board of directors of the corporation shall be one (1), or such other number as shall be fixed by the bylaws. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Sharon Miller, 960 Broadway, Ste. 400, Boise, Idaho 83706.

ARTICLE VIII

The name and address of the incorporator is:

R. L. Miller
960 Broadway, Suite 400
Boise, Idaho 83706


DATED this 10th day of September, 1990.



R. L. Miller

STATE OF IDAHO)
) ss.
County of Ada)

I, TINA WRIGHT, a notary public, do hereby certify that on this 1st day of September, 1990, personally appeared before me R. L. Miller, who, being by me first duly sworn, declared that he is the Incorporator of Mastercraft Upholstery Company, that he signed the foregoing document as incorporator of the corporation, and that the statements therein contained are true.



NOTARY PUBLIC for Idaho
Residing at Bowen, Idaho
My commission expires: 8/23/95