

Department of State.

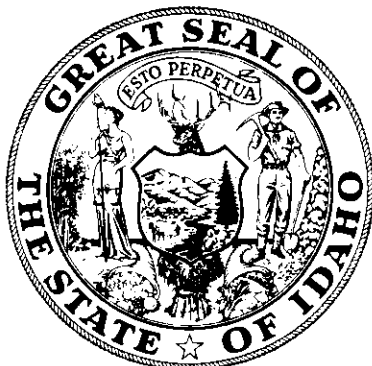
**CERTIFICATE OF AUTHORITY
OF**

D & G SHAKE CO., INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of D & G SHAKE CO., 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 D & G SHAKE CO., INC.
to transact business in this State under the name D & G SHAKE CO., INC.
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated March 12, _____, 19 84



Pete T. Cenarrusa

SECRETARY OF STATE

Denise Huer

Corporation Clerk

X

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho

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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:

**SECRETARY OF
STATE**

1. The name of the corporation is D & G SHAKE COMPANY, INC.

2. The name which it shall use in Idaho is D & G SHAKE CO., 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 State of Washington

4. The date of its incorporation is May 26, 1977 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

Post Office Box 21, Amanda Park, WA 98526

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 12115 Hartford Avenue,
Orofino, Idaho 83544, and the name of its proposed registered agent in Idaho at that address is John E. Gilroy

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

manufacture of shakes and ridge

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

Name	Office	Address
<u>John E. Gilroy</u>	<u>President</u>	<u>P.O. Box 21, Amanda Park, WA 98526</u>
<u>Sheila Olson</u>	<u>Vice-President</u>	<u>P.O. Box 21, Amanda Park, WA 98526</u>
<u>Delma Gilroy</u>	<u>Sec-Treas.</u>	<u>P.O. Box 21, Amanda Park, WA 98526</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
500	Common	\$100.00

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
500	Common	\$100.00

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

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: March 1, 1984

By John E. Gilroy President
Its President/Vice President (please specify)
and Delma C. Gilroy Secretary
Its Secretary/Assistant Secretary (please specify)

STATE OF Washington)
COUNTY OF Shaw Harbor)ss

I, Kenneth R. Snow, a notary public, do hereby certify that on this 1st day of March, 19 84, personally appeared before me John E and Delma C Gilroy, who being by me first duly sworn, declared that ^{They are} ~~he is~~ the President & Secretary of D & M Shake Company INC

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

Kenneth R. Snow
Notary Public

D-267943

FILE NUMBER



DOMESTIC

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SECRETARY OF
STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal,
hereby certify that

ARTICLES OF INCORPORATION

D & G SHAKE COMPANY, INC.

of _____
a domestic corporation of Aberdeen, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain
on file in this office.

Filed at request of _____
Charette & Brown, Attys. At Law
Professional Bldg.
100 W. 1st St., P O Box 63
Aberdeen, WA 98520
Attn: Thomas A. Brown

Filing and recording fee \$ _____

License to June 30, 19 _____ \$ _____

Excess pages @ 25¢ \$ _____

Microfilmed, Roll No. **1389**

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In witness whereof I have signed and have
affixed the seal of the State of Washington to
this certificate at Olympia, the State Capitol,

May 26, 1977

BRUCE K. CHAPMAN
SECRETARY OF STATE

FILED

MAY 26 1977

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

of

D & G SHAKE COMPANY, INC.

The undersigned, being of legal age, as incorporators of a corporation under the Washington Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be "D & G SHAKE COMPANY, INC."

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

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

1. To manufacture, sell and distribute shakes, shingles and related wood products, and to do such other things as are incidental, or necessary, to the carrying on of such business;

2. To enter into partnerships, limited partnerships and to engage in other business associations relating to any of the foregoing purposes;

3. This corporation shall have all of the further powers authorized by statute or statutes of the State of Washington.

ARTICLE IV

The aggregate number of shares which this corporation shall be authorized to issue shall be five hundred (500) shares of common stock having a par value of One Hundred Dollars (\$100.00) each, for a total capitalization of Fifty Thousand Dollars (\$50,000.00.)

ARTICLE V

This corporation shall not commence business until consideration of the value of at least Five Hundred Dollars (\$500.00) has been received for the issuance of shares.

ARTICLE VI

The name of the registered office of the corporation is c/o Charette and Brown, 100 West First Street, Aberdeen, Washington 98520, and the name of the registered agent at such address is Thomas A. Brown.

ARTICLE VII

The authority to make Bylaws for the corporation is expressly vested in the Board of Directors of this corporation subject to the power of the shareholders to change or repeal such Bylaws.

ARTICLE VIII

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of four directors and the names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders and until their successors are elected and qualify unless they resign or are removed are:

John E. Gilroy,	P. O. Box 21, Amanda Park, Washington
Delma Gilroy,	P. O. Box 21, Amanda Park, Washington
David Gilroy	P. O. Box 734, Amanda Park, Washington
Dale Cowden	P. O. Box 611, Amanda Park, Washington

ARTICLE IX

The name and address of each incorporator is:

John E. Gilroy,	P. O. Box 21, Amanda Park, Washington
David Gilroy,	P. O. Box 734, Amanda Park, Washington

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon shareholders herein are granted subject to this reservation.

Dated this 25 day of MAY, 1977.

John E. Gilroy
John E. Gilroy
David Gilroy
David Gilroy

INCORPORATORS