

#### CLAWSON BUILDING COMPONENTS 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 \_\_\_\_\_\_

#### CLAWSON BUILDING COMPONENTS COMPANY

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: May 21, 1984



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SECRETARY OF STATE

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## **APPLICATION FOR CERTIFICATE OF AUTHORITY**

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To the Secretary of State of Idaho Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby appres 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 <u>Clawson B</u>	uilding Component	s Company		
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2. The name which it shall use in Idaho is	· · · · · · · · · · · · · · · · · · ·			
(To be used only when required to avoid a conflict Board of Directors resolution adopting assumed na	with a name already on file ame in Idaho.)	. Must be accompanied by a		
3. It is incorporated under the laws of <u>Montana</u>		· · ·		
4. The date of its incorporation is March 7, 1984 and the period of its duration				
	at a strage of the source			
5. The address of its principal office in the state or country under the laws of which it is incorporated is				
1225 Rogers, Missoula, Montana 59801				
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 209 Sunri	se Drive,		
Mountain Home, Idaho 83647 , and the name of its proposed				
registered agent in Idaho at that address is <u>Kenneth L. Wersland</u>				
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:				
To manufacture, distribute and sell trusses, windows and building				
products, and to carry on any related business.				
9. The names and respective addresses of its directors and officers are: Name Office Address				
James W. Clawson, President & Director	2617 Glenn Drive	Missoula, Mt. 59801		
John A. Nash, Vice President & Director	5465 Skyway Drive	Missoula, Mt. 59801		
Kenneth L. Wersland, Secy/Treas. & Director 209 Sunrise Dr. Mountain Home, ID 8364				
Eugene H. Clawson, Jr., Director	310 North Easy St.	Missoula, Mt. 59801		
Duane R. Duff, Director	12 Carriage Way	Missoula, Mt. 59801		

(continued on reverse)

	ue, is: Class	Par Value Per Share or Statement That Shares Are without Par Value
50,000	common	No Par
1. The aggregate number value is: Number of Shares	of its issued shares, item Class	nized by classes, par value of shares, and shares without par Par Value Per Share or Statement That Shares Are without Par Value
15,000	common	No Par
2. The corporation accept Idaho.	s and shall comply with th	he provisions of the Constitution and the laws of the State o
	roper officer of the state - 84 	its articles of incorporation and amendments thereto, duly or country under the laws of which it is incorporated.
	By Ja	Its President/Vice President (please specify)
<i></i>	. Ka	and fillent Sai
	and	Its Secretary/Assistant Secretary (please specify)
STATE OF <u>Montana</u>	)ss pula )	
	A. Dender	, a notary public, do hereby certify that o
I, Ronald		
I, <u>Ronald</u> his <b>30</b> day of	April	, 19 84 , personally appeared before m
I, <u>Ronald</u> his <u>30</u> day of James W. Claws	April son	, a notary public, do hereby certify that on , 19 84, personally appeared before m , who being by me first duly sworn, declared that he is th uilding Components Company
I, <u>Ronald</u> This <u>30</u> day of <u>James W. Claws</u>	April son ofClawson B	, 19 84 , personally appeared before m , who being by me first duly sworn, declared that he is th uilding Components Company

## SECRETARY OF STATE STATE OF MONTANA

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Jim Waltermire Secretary of State



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#### CERTIFICATION

I hereby certify that the attached is a true and complete copy of the 6 page document(s) on file in this office.

DATED: <u>April 9, 1984</u> <u>Im Walternie</u> SECRETARY OF STATE By: <u>Hoerce Amagust</u> Deputy

# SECRETARY OF STATE STATE OF MONTANA

#### CERTIFICATE OF INCORPORATION

I, JIM WALTERMIRE, Secretary of State of the State of Montana, do hereby certify that the Articles of Incorporation for the incorporation of CLAWSON BUILDING COMPONENTS COMPANY, a Montana corporation, duly executed pursuant to the provisions of Section 35-1-203, Montana Code Annotated, have been received in my office and conform to law.

NOW, THEREFORE, I, JIM WALTERMIRE, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to CLAWSON BUILDING COMPONENTS COMPANY, a Montana corporation, and attach hereto a copy of the Articles of Incorporation.

> IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this March 7, A.D. 1984.

in Watternice

JIM WALTERMIRE Secretary of State

(GREAT SEAL)

# STATE OF MONTANA

## ARTICLES OF INCORPORATION

MAR - 7 1984

JIM WALTERMIRE SECRETARY OF STATE

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OF

## CLAWSON BUILDING COMPONENTS COMPANY 6500

CLAWSON BUILDING COMPONENTS COMPANY, the undersigned, acting as incorporators of a corporation under the Montana Business Corporation Act, Montana Code Annotated, Section 35-1-101 et seq., adopt the following Articles of Incorporation for such corporation.

#### ARTICLE I NAME

The name of the corporation is "CLAWSON BUILDING COMPO-NENTS COMPANY".

#### ARTICLE II PERIOD OF DURATION

The period of its duration shall be perpetual.

#### ARTICLE III PURPOSES

The purposes for which the corporation is organized are:

(a) To carry on a general lumber and building products including windows and trusses business, including but not limited to the buying, selling, manufacturing, re-manufacturing, distributing, and shipping of lumber products, and the products thereof and the ownership and maintenance, and operation of the factory or of any kind incidental to the operation thereof.

(b) To carry on the general merchandising business in connection with said lumber products and to do all things legal, necessary or proper to be done for the successful conduct of the business herein contemplated and incident to said business and to have one or more offices for the transaction of the business.

(c) To purchase, lease, contract for or otherwise acquire real estate, buildings and structures, real property in all estates, rights and interests therein of every kind, nature and description and wheresoever situated, both within and without the state of Montana; and to own, hold, use, occupy, maintain, develop, improve, sell, lend, lease or otherwise deal with or dispose of any or all of such real estate, buildings and structures for every legal purpose to which the same may be put.

(d) To purchase, lease, contract for or otherwise acquire personal property and all estates, rights and interest therein of every kind, nature, and description and to own, hold, use, occupy, develop, improve, sell, lend, lease or otherwise deal with or dispose of any and all such property for every legal purpose to which the same may be put.

(e) To secure, acquire and turn to account any license, patent, trademark, concession or any property rights or privileges of a like character and to carry on any business which said corporation may deem proper directly or indirectly to effectuate and accomplish any of the ends or purposes of the corporation.

(f) To purchase, or otherwise acquire, own, hold, pledge, sell, sign, transfer, or otherwise deal in or dispose of its own stock and shares of stock, bonds, securities or other evidences of indebtedness of other corporations, with all rights, powers and privileges incident to ownership thereof.

(g) To lend and borrow money and to sell, convey, transfer, rent, lease, pledge, mortgage, encumber, hypothecate, or otherwise deal in or dispose of any of the property belonging to this corporation, both real and personal, including shares of stock and securities, and to make, execute, deliver, and receive all commercial paper, contracts, agreements, promissory notes, mortgages and all such other instruments as may be required in connection therewith.

(h) To do each and everything necessary, suitable, useful, or advisable for the accomplishments of any one or more of the objects and purposes of the corporation hereinabove or hereinafter set forth, or which shall at any time appear to be conducive to or expedient for the benefit of the corporation.

(i) To have and exercise all powers conferred by the laws of the State of Montana upon business corporations, and to do each and everything reasonably necessary or proper for the accomplishment of any purpose or the attainment of any one or more of the purposes for which the corporation is formed.

It is intended that each of the clauses contained in Article III hereof shall be in no way limited or restricted by reference to or inference from the terms of any other clause or any other paragraph contained in this instrument, but that the objects, purposes and powers specified in each of the clauses in this Article III shall be regarded as independent objects, purposes and powers.

#### ARTICLE IV AUTHORIZED SHARES

NUMBER: The aggregate number of shares that the corporation shall have authority to issue is Fifty Thousand (50,000) shares of common stock, no par value.

<u>CUMULATIVE VOTING</u>: At every meeting of the shareholders, every holder of the common stock shall be entitled to one vote for each share of common stock registered in his name on the stock transfer books of the corporation. At all elections of directors of this corporation, each shareholder shall be entitled to vote his shares cumulatively if he so desires. He shall be entitled to as many votes as shall equal the number of his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director or may distribute them among the number to be voted for or any two or more of them as he sees fit.

#### ARTICLE V PRE-EMPTIVE RIGHTS

UNISSUED COMMON STOCK: In the event that the board of directors offers for sale authorized but unissued common stock of the corporation, the holders of the common stock of the corporation at that time outstanding shall have the exclusive right to subscribe in proportion to their holdings for the unissued common stock shares to be issued.

<u>NEW ISSUES</u>: In the event of an increase in the authorized common stock of the corporation, the holders of the common stock of the corporation at that time outstanding shall have the exclusive right to subscribe in proportion to their holdings for the common stock to be authorized and issued.

# REGULATION OF THE CORPORATIONS INTERNAL AFFAIRS

There shall be no provisions in these Articles for the regulation of the corporation's internal affairs.

#### ARTICLE VII ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

REGISTERED OFFICE: The address of the initial registered office of the corporation is 1225 Rogers, P.O. Box 8891, Missoula, Montana 59801.

REGISTERED AGENT: The name of the initial registered agent of the corporation, an individual resident of Montana, whose business office is stated above, is James M. Clawson.

#### ARTICLE VIII DATA RESPECTING DIRECTORS

<u>INITIAL BOARD OF DIRECTORS</u>: The initial board of directors shall consist of five (5) members who need not be residents of the State of Montana nor shareholders of the corporation.

NAMES AND ADDRESSES: The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders and until their successors shall have been elected and gualified are as follows:

Duane R. I 12 Carriac Missoula,	ge Way	59801	Kenneth L. Wersland 209 Sunrise Drive Mountain Home, Idaho 83647
Eugene H. 310 North Missoula,	Easy Stre	eet	John A. Nash 5465 Skyway Drive Missoula, Montana 59801

James M. Clawson 2617 Glenn Drive Missoula, Montana 59801

#### ARTICLE IX DATA RESPECTING INCORPORATOR

The name and address of the incorporator of the corporation:

James M. Clawson P. O. Box 8891 Missoula, Montana 59807

Executed this 27 day of February, 1984.

James M. Clawson

STATE OF MONTANA

County of Missoula

I, the undersigned, a Notary Public, hereby certify that on the **29** day of February, 1984, personally appeared before me, James M. Clawson, who being by me first duly sworn declared that he is the person who signed as incorporator of the foregoing document and that the statements therein contained are true.

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Notary Public for the State of Montana Residing at Missoula, Montana My commission expires: 4-31-80

(Notorial Seal)