

97509

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GRiffin & BRAND SALES AGENCY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GRIFFIN & BRAND SALES AGENCY, 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 GRIFFIN & BRAND SALES AGENCY, INC. to transact business in this State under the name GRIFFIN & BRAND SALES AGENCY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 3, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Sherry Davis

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

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:

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1. The name of the corporation is GRIFFIN & BRAND SALES AGENCY, INC.

2. The name which it shall use in Idaho is _____

(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 Delaware

4. The date of its incorporation is December 23, 1991 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 1209 Orange Street, Wilmington, DE 19801

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 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which the corporation
may engage in the State of Idaho.

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

Name	Office	Address
<u>A. T. Griffin</u>	<u>Pres. & Dir.</u>	<u>P.O. Box 833, Hereford, TX 79045</u>
<u>W. M. Cower</u>	<u>Vice Pres. & Dir.</u>	<u>P.O. Box 1840, McAllen, TX 78502</u>
<u>Betty Whitaker</u>	<u>Secy. Only</u>	<u>P.O. Box 833, Hereford, TX 79045</u>
<u>Othal E. Brand, Sr.</u>	<u>Asst. Secy. & Director</u>	<u>P.O. Box 1840, McAllen, TX 79045</u>

(continued on reverse)

Name _____

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 1-22-92

GRiffin & BRAND SALES AGENCY, INC.

(Corporation Name)

By

A. T. Griffin Its President/Vice-President (please specify)

1970-1971

Betty Whitaker Its Secretary/Assistant Secretary (please specify)

STATE OF TEXAS)

19

COUNTY OF DEAF SMITH

Betty Winkler)

this 23rd day of January, 1992, personally appeared before
me A. T. Griffin, who being by me first duly sworn, declared that (s)he
is the President of GRIFFIN & BRAND SALES AGENCY, INC.

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



BETTY WHITAKER
NOTARY PUBLIC
State of Texas
Comm. Exp. 11-13-93

Butte Whittaker

Notary Public

State of Delaware

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SEC. OF STATE

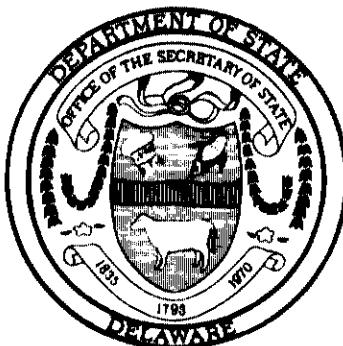
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Office of Secretary of State

I, JEFFREY D. LEWIS, ACTING SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY GRIFFIN & BRAND SALES AGENCY, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

* * * * *



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ACTING SECRETARY OF STATE

* 3323524

AUTHENTICATION:

01/27/1992

DATE: