



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

LORMAC, INC.

was filed in the office of the Secretary of State on the 29th day of October A.D., One Thousand Nine Hundred seventy-five and duly ^{be} recorded on ~~Film No.~~ *microfilm* 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 ~~petual Existence~~ from the date hereof, with its registered office in this State located at *Coeur d'Alene, Idaho* in the County of *Kootenai*

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 29th day of October, A.D., 19, 75 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

LORMAC, INC.

WE, THE UNDERSIGNED NATURAL PERSONS OF THE AGE OF EIGHTEEN YEARS OR MORE, EACH OF WHOM IS A CITIZEN OF THE UNITED STATES, ACTING AS INCORPORATORS OF A BUSINESS CORPORATION UNDER THE LAWS OF THE STATE OF IDAHO, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I.

THE NAME OF THE CORPORATION IS LORMAC, INC.

ARTICLE II.

THE LOCATION AND POST OFFICE OF THE REGISTERED OFFICE OF THE CORPORATION IN THE STATE OF IDAHO IS 2924 N. GOVERNMENT WAY, COEUR D'ALENE, IDAHO.

ARTICLE III.

THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

ARTICLE IV.

THE PURPOSES OF THIS CORPORATION ARE TO ENGAGE IN THE RETAIL SALE OF CARPETING; TO SELL, PURCHASE, RENT AND MANAGE REAL ESTATE INCLUDING LAND, HOMES, AND COMMERCIAL BUILDINGS; TO BUILD, PURCHASE AND SELL AT WHOLESALE AND RETAIL, ANY AND ALL PRODUCE, WARES, SUPPLIES, COMMODITIES AND MERCHANDISE OF EVERY KIND AND NATURE WHICH MAY APPEAR TO BE USEFUL OR ADVANTAGEOUS TO THE CORPORATION, AND FURTHER TO ENGAGE IN ANY COMMERICAL, INDUSTRIAL AND AGRICULTURAL ENTERPRISES CALCULATED OR DESIGNED TO BE PROFITABLE TO THIS CORPORATION.

ARTICLE V.

THE CORPORATION SHALL HAVE THE POWER TO MANUFACTURE, PURCHASE OR OTHERWISE ACQUIRE, OWN, MORTGAGE, PLEDGE, SELL, ASSIGN AND TRANSFER OR OTHERWISE DISPOSE OF, TO INVEST, TRADE, DEAL IN AND DEAL WITH GOODS, WARES, MERCHANDISE AND REAL AND PERSONAL PROPERTY OF EVERY CLASS AND DESCRIPTION.

ARTICLE VI.

THIS CORPORATION SHALL HAVE POWER TO BECOME A PARTNER WITH ANY OTHER NATURAL PERSON OR LEGAL ENTITY AND TO ENTER AND JOIN IN ANY AGREEMENT AND COOPERATIVE RELATIONSHIP NOT FORBIDDEN BY LAW.

ARTICLE VII.

THIS CORPORATION SHALL HAVE POWER TO GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST UPON BONDS, NOTES OR OTHER EVIDENCES OF SECURED INDEBTEDNESS OR OBLIGATIONS, OR THE PERFORMANCE OF THE CONTRACTS OR OTHER UNDERTAKINGS OF ANY CORPORATION, CO-PARTNERSHIP, SYNDICATE, INDIVIDUAL OR OTHERS, AND TO ENTER INTO, MAKE, PERFORM AND CARRY OUT CONTRACTS OF EVERY KIND AND LAWFUL PURPOSE, WITH ANY PERSON, FIRM, ASSOCIATION, CORPORATION, SYNDICATE OR OTHERS.

ARTICLE VIII.

THIS CORPORATION SHALL HAVE THE POWER TO MAKE CHARITABLE CONTRIBUTIONS.

ARTICLE IX.

THE TOTAL NUMBER OF SHARES OF COMMON STOCK WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS ONE THOUSAND (1,000) AT A PAR VALUE OF ONE HUNDRED DOLLARS (\$100) EACH. THE AGGREGATE PAR VALUE OF THE TOTAL AUTHORIZED NUMBER OF SHARES OF COMMON STOCK IS ONE HUNDRED THOUSAND DOLLARS (\$100,000.00). EACH SHARE OF COMMON STOCK SHALL HAVE ONE (1) VOTE. ALL STOCK SHALL BE NON-ASSESSABLE.

ARTICLE X.

THE HOLDERS FROM TIME TO TIME OF THE COMMON STOCK OF THE CORPORATION SHALL HAVE THE PRE-EMPTIVE RIGHT TO PURCHASE, AT SUCH RESPECTIVE EQUITABLE PRICES, TERMS AND CONDITIONS AS SHOULD BE FIXED BY THE BOARD OF DIRECTORS, SUCH OF THE SHARES OF THE CORPORATION THAT MAY BE SHARES HELD IN THE TREASURY OF THE CORPORATION FROM TIME TO TIME, OR AS MAY BE AUTHORIZED FROM TIME TO TIME

OVER AND ABOVE 1,000 SHARES OF COMMON STOCK AUTHORIZED BY THE ORIGINAL ARTICLES OF INCORPORATION OF THE CORPORATION. SUCH PRE-EMPTIVE RIGHTS SHALL BE EXERCISED IN THE RESPECTIVE RATIO WHICH THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER AT THE TIME OF SUCH ISSUE BEARS TO THE TOTAL NUMBER OF SHARES OUTSTANDING IN THE NAMES OF ALL SHAREHOLDERS AT SUCH TIME.

ARTICLE XI.

THIS CORPORATION SHALL HAVE THE POWER TO PURCHASE, HOLD, SELL AND TRANSFER SHARES OF ITS OWN CAPITAL STOCK, BONDS AND OTHER OBLIGATIONS OF THIS CORPORATION FROM TIME TO TIME TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH TERMS AS ITS BOARD OF DIRECTORS MAY DETERMINE.

ARTICLE XII.

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE NOT LESS THAN TWO (2) NOR MORE THAN FIVE (5), AND MAY BE ALTERED FROM TIME TO TIME AS PROVIDED IN THE BY-LAWS. THE DIRECTORS NEED NOT BE STOCKHOLDERS.

ARTICLE XIII.

ANY ONE OR MORE OF THE DIRECTORS MAY BE REMOVED EITHER WITH OR WITHOUT CAUSE, AT ANY TIME, BY A VOTE OF THE STOCKHOLDERS HOLDING A MAJORITY OF THE STOCK AT ANY SPECIAL MEETING CALLED FOR THE PURPOSE.

ARTICLE XIV.

NO CONTRACT OR OTHER TRANSACTION BETWEEN THIS CORPORATION AND ANY OTHER CORPORATION SHALL IN ANY WAY BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THE CORPORATION ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF SUCH OTHER CORPORATION. ANY DIRECTOR INDIVIDUALLY OR ANY FIRM OF WHICH ANY DIRECTOR MAY BE A MEMBER, MAY BE A PARTY TO OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN ANY CONTRACT OR TRANS-

ACTION OF THE CORPORATION, PROVIDED THE FACT THAT HE OR SUCH FIRM SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS OR SUCH MEMBERS THEREOF AS SHALL BE PRESENT AT ANY MEETING OF THE BOARD AT WHICH ACTION UPON ANY SUCH CONTRACT OR TRANSACTION SHALL BE TAKEN. ANY DIRECTOR OF THIS CORPORATION WHO IS ALSO A DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR WHO IS SO INTERESTED MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION WHICH SHALL AUTHORIZE ANY SUCH CONTRACT OR TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR NOT SO INTERESTED.

ARTICLE XV.

THE BOARD OF DIRECTORS SHALL HAVE THE POWER TO MAKE OR AMEND BY-LAWS OF THE CORPORATION EXCEPT AS CONCERNS THEIR TERM OF OFFICE AND COMPENSATION.

ARTICLE XVI.

THESE ARTICLES MAY BE AMENDED OR ANY ADDITION THERETO BY A TWO-THIRDS VOTE OF THE NUMBER OF OUTSTANDING SHARES OF COMMON STOCK AT ANY REGULAR MEETING OF SHAREHOLDERS OR AT ANY SPECIAL MEETING CALLED FOR THAT PURPOSE.

ARTICLE XVII.

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE INCORPORATORS AND WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
FRANCIS M. SMITH	2924 N. GOVERNMENT WAY, COEUR D'ALENE, IDAHO 83861
VIRGINIA L. SMITH	2924 N. GOVERNMENT WAY, COEUR D'ALENE, IDAHO 83861
VIOLA C. FLICK	P. O. BOX A, COEUR D'ALENE, IDAHO 83814

Each incorporator subscribed to one share.

WE, THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF IDAHO, DO MAKE AND FILE THIS AGREEMENT AND HAVE ACCORDINGLY MADE, SIGNED AND ACKNOWLEDGED THESE ARTICLES OF INCORPORATION THIS 24TH DAY OF OCTOBER, 1975.

Francis M. Smith

Virginia L. Smith

Viola C. Flick

STATE OF IDAHO)
 ss:
COUNTY OF KOOTENAI)

ON THIS 24TH DAY OF OCTOBER, 1975, PERSONALLY APPEARED FRANCIS M. SMITH, VIRGINIA L. SMITH, AND VIOLA C. FLICK, TO ME KNOWN TO BE THE INDIVIDUALS DESCRIBED IN AND WHO EXECUTED THE WITHIN AND FOREGOING INSTRUMENT, AND ACKNOWLEDGED THAT THEY SIGNED THE SAME AS THEIR FREE AND VOLUNTARY ACT AND DEED FOR THE USES AND PURPOSES THEREIN MENTIONED.

GIVEN UNDER MY HAND AND SEAL THIS 24TH DAY OF OCTOBER, 1975.

[Signature]
NOTARY PUBLIC FOR IDAHO
RESIDING AT COEUR D'ALENE
COMM. EXP. 7/24/77