

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

OBERDORFER HIGH-TEX, INCORPORATED
File Number C 85447

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of OBERDORFER HIGH-TEX, INCORPORATED, 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: JUNE 30, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sherry Palmer*

ARTICLES OF DISSOLUTION

OF

JUN 30 4 16 PM '94

SECRETARY OF STATE

OBERDORFER HIGH-TEX, INCORPORATED

* * * * *

Pursuant to the provisions of Section 30-1-92, Idaho Code, the undersigned corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation (hereinafter called the "corporation") is Oberdorfer High-Tex, Incorporated.

SECOND: The post office address of the corporation is P.O. Box 217, Sandpoint, Idaho 83864, with a physical location of Dover Mill Site, Sandpoint, Bonner county, Idaho.

THIRD: The name and the address of each of the last officers of the corporation are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Werner Schneider	President	BahnhostraÙe 39, 89231 Neu-Ulm, Germany
Eberhard H. Rohm	Secretary	Fulbright & Jaworski 666 Fifth Avenue, New York, N.Y. 10103
Michele Holden	Assistant Secretary	P.O. Box 1396, Sandpoint Idaho 83864

FOURTH: The name and the address of the sole director of the corporation is as follows: Werner Schneider, BahnhostraÙe 39, 89231 Neu-Ulm, Germany.

FIFTH: The notice required by Section 30-1-87, Idaho Code, was given.

SIXTH: Adequate provisions has been made for the payment and discharge of all debts, obligations, and liabilities of the corporation.

SEVENTH: All the remaining property and assets of the corporation have been distributed among the shareholders of the corporation in accordance with their respective rights and interests, there being no distribution provision in the Articles of Incorporation of the corporation.

IDaho SECRETARY OF STATE

19940630 0900 10306 2

CR #1 75806 CUST# 1135

CORP

1@ 30.00= 30.00

0140781

* 1 C

EIGHTH: Adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against the corporation in any pending suit in any court.

NINTH: Annexed hereto are duplicate originals of the written consent of the sole shareholder of the corporation to the dissolution of the corporation.

IN WITNESS WHEREOF, the undersigned have executed this document on this 20th day of June, 1994.

Oberdorfer High-Tex, Incorporated

By:


Werner Schneider, President

By:


Eberhard H. Rohm, Secretary

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

I do hereby certify that on this 20th day of June, 1994, personally appeared before me, Eberhard H. Rohm, who being by me first duly sworn declared that he is the Secretary of Oberdorfer High-Tax, Incorporated, that he signed the foregoing documents as Secretary of the corporation and that the statements therein contained are true.



Notary Public
Commission Expires:

(notarial seal)

AILEEN LOUISE MISSAN
NOTARY PUBLIC, State of New York
No. 4616637
Qualified in New York County
Commission Expires April 30, 1996

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

I do hereby certify that on this 20th day of June, 1994, personally appeared before me, Werner Schneider, who being by me first duly sworn declared that he is the President of Oberdorfer High-Tex, Incorporated, that he signed the foregoing documents as President of the corporation and that the statements therein contained are true.



Notary Public
Commission Expires:

(notarial seal)

AILEEN LOUISE MISSAM
NOTARY PUBLIC, State of New York
No. 4516837
Qualified in New York County
Commission Expires April 30, 1996

UNANIMOUS WRITTEN CONSENT

OF THE SOLE SHAREHOLDER

TO DISSOLUTION

OF

OBERDORFER HIGH TEX, INCORPORATED

* * * * *

Pursuant to Section 30-1-83, Idaho Code, the undersigned, being the sole shareholder of Oberdorfer High-Tex, Incorporated, does hereby consent by this writing to the dissolution of Oberdorfer High-Tex, Incorporated, a corporation incorporated under the laws of the State of Idaho, and does hereby state that his signature on this written consent constitutes authority to liquidate and dissolve said Oberdorfer High-Tex, Incorporated pursuant to the applicable provisions of the Idaho Code, and does hereby authorize the director and proper officers of said Oberdorfer High-Tex, Incorporated to perform all acts necessary and convenient to effect the liquidation and dissolution of said Oberdorfer High-Tex, Incorporated, and that he adopt the following resolutions:

RESOLVED, that Oberdorfer High-Tex, Incorporated, be and hereby is, to be liquidated and dissolved, and

FURTHER RESOLVED, that the director and proper officers of said corporation, be and they hereby are, authorized to perform all acts necessary and convenient to effect the liquidation and dissolution of said corporation.

Dated: June 20, 1994

OBERDORFER HIGH-TEX, INCORPORATED

By: _____

Name: _____

Title: _____


Werner Schnsider
President

**UNANIMOUS WRITTEN CONSENT
OF THE SOLE SHAREHOLDER
TO DISSOLUTION
OF
OBERDORFER HIGH TEX, INCORPORATED**

* * * * *

Pursuant to Section 30-1-83, Idaho Code, the undersigned, being the sole shareholder of Oberdorfer High-Tex, Incorporated, does hereby consent by this writing to the dissolution of Oberdorfer High-Tex, Incorporated, a corporation incorporated under the laws of the State of Idaho, and does hereby state that his signature on this written consent constitutes authority to liquidate and dissolve said Oberdorfer High-Tex, Incorporated pursuant to the applicable provisions of the Idaho Code, and does hereby authorize the director and proper officers of said Oberdorfer High-Tex, Incorporated to perform all acts necessary and convenient to effect the liquidation and dissolution of said Oberdorfer High-Tex, Incorporated, and that he adopt the following resolutions:

RESOLVED, that Oberdorfer High-Tex, Incorporated, be and hereby is, to be liquidated and dissolved, and

FURTHER RESOLVED, that the director and proper officers of said corporation, be and they hereby are, authorized to perform all acts necessary and convenient to effect the liquidation and dissolution of said corporation.

Dated: June 20, 1994 OBERDORFER HIGH-TEX, INCORPORATED

By: _____

Name: _____

Title: _____


Werner Schneider

President

VERIFIED COPY OF RESOLUTION OF THE SOLE SHAREHOLDER

TO DISSOLVE

OBERDORFER HIGH-TEX, INCORPORATED

Pursuant to Section 30-1-84, Idaho Code, I, Eberhard H. Rohm, Secretary of Oberdorfer High-Tex, Incorporated, a corporation incorporated under the laws of the State of Idaho, do hereby certify that the following is a true and correct copy of a resolution of the sole shareholder of said corporation:

RESOLVED, that Oberdorfer High-Tex, Incorporated, be and hereby is, to be liquidated and dissolved, and

FURTHER RESOLVED, that the director and proper officers of said corporation, be and they hereby are, authorized to perform all acts necessary and convenient to effect the liquidation and dissolution of said corporation.



Eberhard H. Rohm, Secretary

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

I do hereby certify that on this 20th day of June, 1994, personally appeared before me Eberhard H. Rohm, who being by me first duly sworn declared that he is the Secretary of Oberdorfer High-Tex, Incorporated, that he signed the foregoing document as Secretary of said corporation and that the statements therein contained are true.



Notary Public
Commission Expires:

(notarial seal)

AILEEN LOUISE MISSAM
NOTARY PUBLIC, State of New York
No. 4516837
Qualified in New York County
Commission Expires April 30, 1996

CERTIFICATE UNDER OATH OF SECRETARY

OF

OBERDORFER HIGH-TEX, INCORPORATED

* * * * *

I, Eberhard H. Rohm, Secretary of Oberdorfer High-Tex, Incorporated, do hereby certify under oath that the foregoing **UNANIMOUS WRITTEN CONSENT OF THE SOLE SHAREHOLDER TO DISSOLUTION** have been signed by the sole shareholder of the corporation.

Dated: June 20, 1994.

By: 
Eberhard Rohm, Secretary

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Subscribed and sworn to before me, a notary public in and for the State and County aforesaid, on this 20th day of June, 1994.


Notary Public
Commission expires:

(notarial seal)

AILEEN LOUISE MISSAN
NOTARY PUBLIC, State of New York
No. 4516837
Qualified in New York County
Commission Expires April 30, 1996