



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

JOS, INC.

was filed in the office of the Secretary of State on *July 11*, 19 *77*

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 *perpetual existence* from the date hereof, with its registered office in this State located at *Blackfoot* in the county of *Bingham*

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 *11th* day of *July*, A.D., 19 *77*.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk

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ARTICLES OF INCORPORATION

OF

STATE

JOS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America, and each over the age of eighteen (18) years, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, do hereby make, sign, acknowledge, certify and file this Certificate and Articles of Incorporation for the purposes as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be JOS, INC.

ARTICLE II

PURPOSES AND POWERS

That the purposes for which this corporation is formed are:

1. To manufacture, sell, import, export and generally deal in furniture, household and kindred furnishings and to carry on the business of interior decorating and furnishings of every nature and description.
2. To transact the business of investing on behalf of itself and/or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, in selling or otherwise disposing of the same, or any part thereof, or interest therein.
3. To 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 and merchandise and real and personal property of every class and description.
4. To loan money on any stock, bond, debenture, participation, certificate, contract or other writing, or personal property, or upon the security of real estate, and to collect said loans, together with interest thereon.

5. To purchase or otherwise acquire, to own, hold, use and enjoy, to improve, lease, mortgage, sell and transfer, exchange or otherwise dispose of; to invest in, trade in and deal with, and deal in, real estate of every kind and description.

6. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security contract, overdraft, claim, judgment, choses in action, real estate, fixtures, furniture, or any other asset not herein enumerated.

7. To sue and be sued, appear and complain and defend in any court of law and equity, or before any Board, Commission or Tribunal

8. To make secured loans in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold the evidence of debt in connection with such loans, and to issue evidence of interest of any person, partnership, firm or corporation or association which may purchase any interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

9. To do all things necessary, essential, convenient or proper for the accomplishment of any and all of the aforementioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

ARTICLE III CORPORATE EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The location of the corporation's registered office in this State is 38A, Riverside Plaza, Blackfoot, Idaho, 83221. The corporation may also maintain offices at such other place or places in the State of Idaho or the United States as the Board of Directors may from time to time decide. The post office address of the registered office of the corporation shall be 38A Riverside Plaza, Blackfoot, Idaho 83221.

ARTICLE V

CAPITAL STOCK

The total authorized capital stock of said corporation shall be \$5,000.00, divided into 5,000 shares of the par value of \$1.00 each, and all of such capital stock shall be common stock.

ARTICLE VI

MANAGEMENT

Management of the corporation shall vest in a Board of Directors consisting of at least three (3) members. The directors elected at the annual meeting of stockholders and the number of directors to serve shall be decided at the annual meeting of the stockholders as provided in the By-Laws and in the manner and the method therein provided.

ARTICLE VII

DIRECTORS' MEETINGS

The meeting of the Board of Directors may be held at the principal office of the corporation in this State or at such other place or places within or without this State for the transaction of any business of the corporation as the directors may by resolution provide. The majority of the Board of Directors shall constitute a quorum and the act of the majority of the directors shall be the act of the Board. At least one member of the Board of Directors shall be a resident of the State of Idaho.

ARTICLE VIII
INCORPORATORS

The names, post offices addresses and numbers of shares subscribed by each of the incorporators are as follows:


<u>NAME</u>	<u>ADDRESS</u>	<u>COMMON STOCK</u>
O'Dell Young	Route 2, Box 323 Idaho Falls, Idaho 83401	1,000 shares
John Moon	1190 Mt. Putnam Drive Blackfoot, Idaho 83221	500 shares
Stephen Myers	Route 5, Box 187-D Blackfoot, Idaho 83221	500 shares


All of the subscribers to these Articles of Incorporation are of full age and citizens of the United States of America.

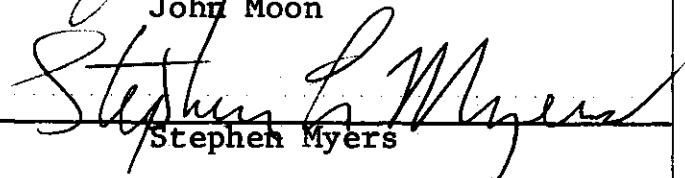
ARTICLE IX
AMENDMENT OF ARTICLES

The Board of Directors of this corporation may amend, alter, add to, change or repeal any provisions contained in these Articles of Incorporation in the manner provided by law, such change to be accomplished by a two-thirds (2/3) vote of the Board of Directors.

IN WITNESS WHEREOF, we, as the incorporators, and each of us, have hereunto set our hands and seals this 5th day of July, 1977.


O'Dell Young


John Moon


Stephen Myers

STATE OF IDAHO)
 : ss.
 County of Bingham)

On this 5th day of July, 1977, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared JOHN MOON, STEPHEN MYERS and O'DELL YOUNG, known to me to be the persons whose names are subscribed to the within and foregoing Certificate and Articles of Incorporation, which they acknowledged to me that they executed as their free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

My Commission Expires:

Life

Vera Behnap
 Notary Public for State of Idaho
 Residing at Blackfoot, Idaho