

State of Idaho

Office of the Secretary of State

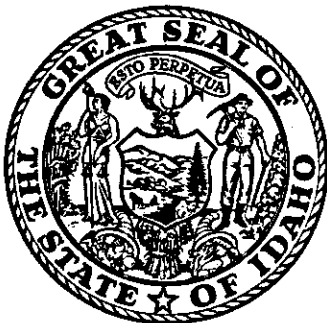
**CERTIFICATE OF AUTHORITY
OF
CARPET DIRECT CORP.**

File Number C 169459

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 18, 2006



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

06 OCT 18 AM 11:12

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is: Carpet Direct Corp.
2. The name which it shall use in Idaho is: Carpet Direct Corp.
3. It is incorporated under the laws of: Colorado
4. Its date of incorporation is: 10/20/1998
5. The address of its principal office is:
P. O. Box 1700, 12340 Highway 96, Westcliffe, CO 81252
6. The address to which correspondence should be addressed, if different from item 5, is:
7. The street address of its registered office in Idaho is: C T Corporation System, 300 North 6th Street, Boise, Idaho 83702
and its registered agent in Idaho at that address is: C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Earl Crouch</u>	<u>President</u>	<u>12340 Highway 96</u> <u>Westcliffe, CO 81252</u>
<u>Gayle Crouch</u>	<u>Secretary/Treasurer</u>	<u>12340 Highway 96</u> <u>Westcliffe, CO 81252</u>
<u>Ronald L. Goodrich</u>	<u>Vice-Pres/Director</u>	<u>12340 Highway 96</u> <u>Westcliffe, CO 81252</u>
<u>Billy Watkins</u>	<u>Vice-Pres/Director</u>	<u>12340 Highway 96</u> <u>Westcliffe, CO 81252</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

Dated: 10/17/06

Signature: Ronald L. Goodrich

Typed Name: Ronald L. Goodrich

Capacity: Vice-Pres/Director
[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

glocomp@earthlink.net
www.glocomp.com
800.441.2295

IDAHO SECRETARY OF STATE
 10/18/2006 05:00
 CK: 9770 CT: 20168 DN: 908778
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

C169459

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Ginette Dennis, as the Secretary of State of the State of Colorado, hereby certify that,
according to the records of this office,

CARPET DIRECT CORP.

is a
Corporation

formed or registered on 10/20/1998 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19981188127 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/12/2006 that have been posted, and by documents delivered to this office electronically through 10/17/2006 @ 15:16:21 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 10/17/2006 @ 15:16:21 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6610924 .



Ginette Dennis

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do>, entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. **Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate.** For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."