



CERTIFICATE OF INCORPORATION
OF

CARPET MILL, INC.

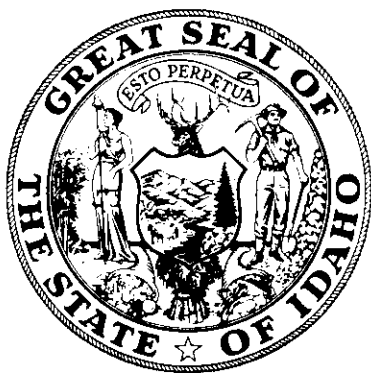
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CARPET MILL, INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *April 9, 1984*



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Denise Oliver*

ARTICLES OF INCORPORATION 3

OF

CARPET MILL, INC.

ARTICLE I

The corporation formed herein shall be known, from the date of it's incorporation until later altered or said corporation is dissolved, as CARPET MILL, INC.

ARTICLE II

The corporation herein formed shall have a perpetual duration and shall remain in existence according to the laws of the State of Idaho until such time as said corporation is effectively dissolved by voluntary will, or by operation of law.

ARTICLE III

The purpose of the corporation herein formed shall be to transact all lawful business for which corporation may be formed in the State of Idaho, as from time to time said corporation may deem desirable for benefit of said corporation; said benefits to be the exclusive discretion of the Directors.

ARTICLE IV

There shall be only one class of stock, known as Common Stock, issued by the corporation.

ARTICLE V

The corporation shall be authorized to issue One Hundred Thousand Shares (100,000) of capital Common Stock at a par value of Ten Cents (\$0.10) per share.

ARTICLE VI

No capital Common Stock of the corporation shall be transferred by any holder thereof, except for the corporation, without first offering said capital Common Stock for sale to the corporation, and secondly to the other shareholder, at a price equal to the lesser of the book value of said stock, or the market value of said stock. The corporation and the other shareholders shall have Sixty (60) days from the date of offer to accept or reject said offer of sale.

ARTICLE VII

The initial registered office of the corporation shall be P.O. Box 9247, 113 A South Main, Moscow, Idaho, 83843.

ARTICLE VIII

The initial registered agent of said corporation, residing within the State of Idaho, shall be JOHN FRED PORTER, whose address is P.O. Box 9247, 113 A South Main, Moscow, Idaho, 83843.

ARTICLE IX

There shall be no fewer than one Director of the corporation; initially there shall be a single Director in said

corporation to serve in such office until such time as there is a first meeting of shareholders to elect a permanent Director to serve in said position for a period of one year. The following person, namely RICHARD C. BEEBE, of 327 West 8th Street, Moscow, Idaho, 83843, shall be the initial Director.

ARTICLE X

The Incorporator of CARPET MILL, INC., is RICHARD C. BEEBE, of 327 West 8th Street, Moscow, Idaho, 83843.

DATED this 3rd day of April, 1984.

Richard C. Beebe
Richard C. Beebe, Incorporator