



**Department of State.**

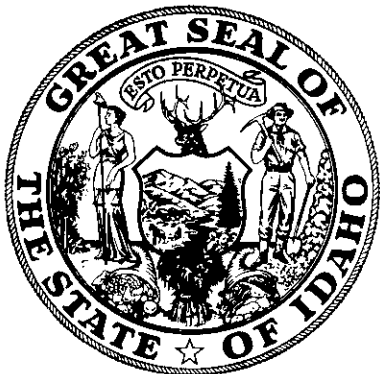
**CERTIFICATE OF INCORPORATION  
OF**

**LUSTER GLAZE CORPORATION OF IDAHO**

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 the above named corporation, 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: **October 24, 1985**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
LUSTER GLAZE CORPORATION OF IDAHO

The undersigned incorporator, desiring to form a corporation adopts the following Articles of Incorporation.

ARTICLE ONE.

Name: The name of the corporation is:

LUSTER GLAZE CORPORATION OF IDAHO

ARTICLE TWO.

Purposes: The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE.

Duration: The period of duration of the corporation is perpetual.

ARTICLE FOUR.

Registered Office and Registered Agent: The address of the corporation's initial registered office in the State of Idaho is P.O. Box 218, Post Falls, Idaho 83854. (401 East Seltice)

The name of the corporation's initial registered agent at such address is PAUL R. KROEGER.

ARTICLE FIVE.

Stock: The total authorized number of par value shares of stock is TEN THOUSAND (10,000). The aggregate par value of the total authorized number of par value shares is TEN THOUSAND DOLLARS (\$10,000) based upon a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE SIX.

Board of Directors: The business of the corporation shall be managed and conducted by a board of not less than two (2) and not more than five (5) directors. The Board of Directors shall be elected in the manner set forth in the Bylaws.

ARTICLE SEVEN.

Directors: The number of directors constituting the initial Board of Directors is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
P. LEIGHTON LUCAS	Box 148 Hope, Idaho 83836
JACK G. LUCAS	Box 148 Hope, Idaho 83836

ARTICLE EIGHT.

Incorporators: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
PAUL R. KROEGER	P.O. Box 218 Post Falls, ID 83854

ARTICLE NINE.

Authority to Issue Corporate Obligations: The Board of Directors shall have authority to issue bonds, debentures, or other obligations of the corporation, from time to time, for any of the objects or purposes of the corporation, and to secure them by mortgage, deed of trust, or pledge of any or all of the real and personal property, rights, privileges, and franchises of the corporation wheresoever situated, acquired, and to be acquired, and to sell or otherwise dispose of any or all of such obligations in any manner and on such terms as the Board of Directors may deem proper.

ARTICLE TEN.

Quorum and Voting Requirements for Shareholders' Meeting: FIFTY-ONE PERCENT (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of FIFTY-ONE PERCENT (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE ELEVEN.

Number of Voters Required to Constitute an Act of the Board: FIFTY-ONE PERCENT (51%) of the directors elected shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors.

ARTICLE TWELVE.

Bylaws - Adoption: In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Idaho or these Articles of Incorporation.

ARTICLE THIRTEEN.

Bylaws - Amendment: All Bylaws of the corporation shall be subject to alteration or repeal, and new Bylaws may be made, by the affirmative vote of the holders of record of FIFTY-ONE PERCENT (51%) of the outstanding stock of the corporation entitled to vote in respect thereof, given at any annual meeting or at any special meeting, provided notice of the proposed alteration or repeal or of the proposed new Bylaws be included in the notice of such meeting.

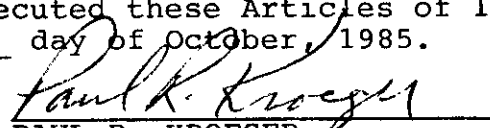
ARTICLE FOURTEEN.

Sale of Corporation's Assets: The corporation shall not sell, lease, convey, exchange, transfer, or otherwise dispose of all or substantially all of its property and assets, not in the regular course of its business, without authorization by a resolution adopted by a majority of the members of the Board of Directors and by a vote or written consent of FIFTY-ONE PERCENT (51%) of the holders of the outstanding shares.

ARTICLE FIFTEEN.

Articles - Amendment: The Articles of Incorporation may be amended by the affirmative vote of the holders of record of FIFTY-ONE PERCENT (51%) of the outstanding stock of the corporation entitled to vote in respect thereof, given at any annual meeting or any special meeting, provided notice of the proposed amendment be included in the notice of such meeting.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in triplicate on this 21 day of October, 1985.

  
PAUL R. KROEGER  
Incorporator

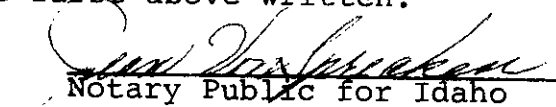
STATE OF IDAHO )

ss.

County of Kootenai )

On this 21st day of October, 1985, before me, Jean Von Sprecken, a Notary Public for the State of Idaho, personally appeared PAUL R. KROEGER, known or identified to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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

  
Notary Public for Idaho  
Residing in: Hayden Lake

RESOLUTION OF BOARD OF DIRECTORS OF  
LUSTER GLAZE CORPORATION

WHEREAS LUSTER GLAZE CORPORATION is presently negotiating for the sale of its corporate assets, including the corporate name; and

WHEREAS LUSTER GLAZE CORPORATION understands that the purchaser of the corporate assets is to be a corporation organized under the laws of the State of Idaho; and

WHEREAS it is necessary that LUSTER GLAZE CORPORATION give its consent to the use of a name similar to LUSTER GLAZE CORPORATION;

NOW THEREFORE, be it resolved by the Board of Directors of LUSTER GLAZE CORPORATION that LUSTER GLAZE CORPORATION hereby consents to the incorporation of a corporation with the name LUSTER GLAZE CORPORATION OF IDAHO.

DATED this 18 day of October, 1985.

  
JOHN J. ENGEL

  
ANNE ENGEL