

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GIBBS-ELLISON, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GIBBS-ELLISON, INC. for a Certificate of Authority to transact business in this State, 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 Authority to GIBBS-ELLISON, INC. to transact business in this State under the name GIBBS-ELLISON, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: March 6, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Angie Hahn

APPLICATION FOR CERTIFICATE OF AUTHORITY

MAR 6 2 36 PM '92
(Profit Corporation)
SECRETARY OF STATE

MAR 2 2 45 PM '92
SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is GIBBS-ELLISON, INC.
2. The name which it shall use in Idaho is SAME
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of TEXAS
4. The date of its incorporation is AUGUST 30, 1985 and the period of its duration is PERPETUAL
5. The address of its principal office in the state or country under the laws of which it is incorporated is 5301 HOLLISTER, 9TH FLOOR HOUSTON TX 77040
6. The address to which correspondence should be addressed, if different from that in Item 5.
SAME
7. The street address of its proposed registered office in Idaho is 877 MAIN STREET
BOISE, ID 83702, and the name of its proposed registered agent in Idaho at that address is THE-PRENTICE HALL CORPORATION SYSTEM, INC.
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
INSPECTION AND PRODUCT MANAGEMENT

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>JACK N. GIBBS</u>	<u>PRESIDENT</u>	<u>7355 BIRCH FOREST, HOUSTON TX 77088</u>
<u>JOHN W. ELLISON</u>	<u>EXEC VICE-PRESIDENT</u>	<u>14906 SANDALFOOT, HOUSTON TX 77095</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 2-27-92

GIBBS ELLISON, INC.

By _____

(Corporate name)

its President/Vice President (please specify)

and _____

its Secretary/Assistant Secretary (please specify)

STATE OF TEXAS

COUNTY OF HARRIS

) ss:

I, GENE A. GUGLIELMI

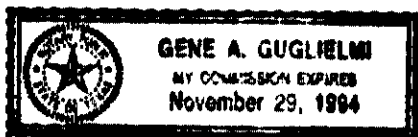
, a notary public, do hereby certify that on

this 27TH day of FEBRUARY, 19 92, personally appeared before

me JOHN W. ELLISON, who being by me first duly sworn, declared that (s)he

is the EXECUTIVE VICE-PRESIDENT of GIBBS ELLISON, INC.

that (s)he signed the foregoing documents as EXECUTIVE VICE-PRESIDENT of the corporation and that the statements therein contained are true.



Gene A. Guglielmi

Notary Public



The State of Texas

Secretary of State

MAR 6 2 36 PM '92
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, THAT

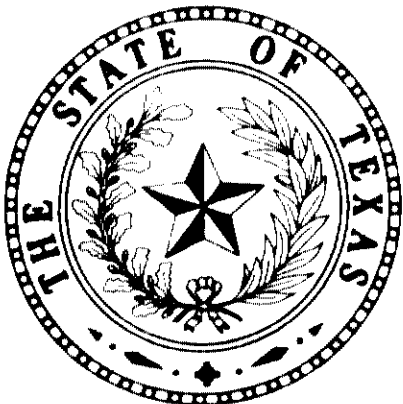
GIBBS-ELLISON, INC.

FILED ARTICLES OF INCORPORATION IN THIS OFFICE AND WAS ISSUED
A CERTIFICATE OF INCORPORATION ON

AUG. 30, 1985;

THAT SO FAR AS IS SHOWN BY THE RECORDS OF THIS
DEPARTMENT, NO CERTIFICATE OF DISSOLUTION HAS BEEN FILED FOR SAID
CORPORATION, AND IT IS STILL IN EXISTENCE.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO
SIGNED MY NAME AND CAUSED TO BE
IMPRESSED HEREON THE SEAL OF STATE ON
MAR. 2, 1992



John Hannah Jr.
Secretary of State