

# State of Idaho

Office of the Secretary of State

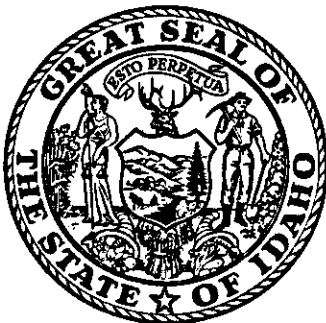
**CERTIFICATE OF AUTHORITY  
OF  
MEARS GROUP, INC.**

File Number C 167613

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: 27 June 2006



*Ben Yursa*  
SECRETARY OF STATE

By *Christine*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

06 JUN 27 PM 12:06

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

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporation is:

Mears Group, Inc.2. The name which it shall use in Idaho is: Mears Group, Inc.3. It is incorporated under the laws of: Delaware4. Its date of incorporation is: July 26, 1999

5. The address of its principal office is:

4500 N. Mission Road, Rosebush, MI 48878

6. The address to which correspondence should be addressed, if different from item 5, is:

1360 Post Oak Blvd., Ste. 2100 Houston, TX 770567. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Office	Address
See attached officers/directors rider	rider	

Dated: June 22, 2006Signature: V. A. MercaldiTyped Name: Vincent A. MercaldiCapacity: Assistant Secretary

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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forms\applicants\authority\_profit.pmf  
Revised 07/2002

IDAHO SECRETARY OF STATE  
06/27/2006 05:00  
CK: NONE CT: 1157 BH: 962197  
1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

2/67613

**Officers and Directors  
for  
Mears Group, Inc.**

**DIRECTOR**

Name	Title	Business Address
Derrick A. Jensen	Director	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
James H. Haddox	Director	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Tana L. Pool	Director	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056

**OFFICER**

Name	Title	Business Address
David D. Brittain	Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
David D. Brittain	Vice President	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Derrick A. Jensen	Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Derrick A. Jensen	Vice President	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
James H. Haddox	Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056

**Mears Group, Inc.**

**OFFICER**

<b>Name</b>	<b>Title</b>	<b>Business Address</b>
James H. Haddox	Vice President	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
John W. Fluharty II	Vice President	4500 N. Mission Rd., Rosebush, MI 48878
Nicholas M. Grindstaff	Treasurer	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Peter B. O'Brien	Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Peter B. O'Brien	Vice President	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
Scot P. Fluharty	President	Sulte 105 , 14350 N. 87th Street, Scottsdale, AZ 85260
Scot P. Fluharty	Secretary	Sulte 105 , 14350 N. 87th Street, Scottsdale, AZ 85260
Stephen L. Gude	Assistant Secretary	411 Edwardsville Rd., Troy, IL 62294
Steven J. Wilhelm	Vice President	411 Edwardsville Rd., Troy, IL 62294
Tana L. Pool	Vice President & Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056

**Mears Group, Inc.**

**OFFICER**

<b>Name</b>	<b>Title</b>	<b>Business Address</b>
Victoria L. Laux	Assistant Secretary	411 Edwardsville Rd., Troy, IL 62294
Vincent A. Mercaldi	Assistant Secretary	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056
William C. Burdine	Vice President	1360 Post Oak Blvd., Ste. 2100, Houston, TX 77056

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEARS GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JUNE, A.D. 2006.

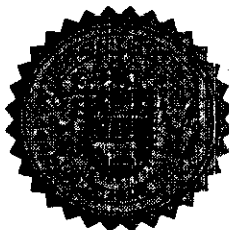
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MEARS GROUP, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4850795

DATE: 06-23-06