

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

#### MARBLE PRODUCTS CORPORATION OF BOISE, INC.

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **April** A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ duly recorded on ~~Film-No~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Boise,** in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **27th** day of **April**, A.D., **1965**.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION

OF

MARBLE PRODUCTS CORPORATION OF BOISE, INC.

We, THE UNDERSIGNED, being three or more natural persons of full age, all of whom are citizens of the United States of America, do hereby voluntarily associate ourselves for the purpose of forming a corporation under the laws of the State of Idaho.

I

The name of the corporation shall be MARBLE PRODUCTS CORPORATION OF BOISE, INC.

II

The purposes and objects of the corporation are:

- (a) To engage in the business of manufacture, sale, and distribution of marble and artificial marble products;
- (b) To acquire, own, convey, operate, rent, mortgage, pledge, lease, and otherwise dispose of and deal in and with real and personal property of every nature, and interests therein;
- (c) To do any and all such other acts or things, and to enter into any lawful businesses whatsoever which a natural person or corporation could do which may now or hereafter be authorized by law, and
- (d) To do all and everything necessary, suitable, and proper for the accomplishment of any of said purposes or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, or provided by law, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects and purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

III

The duration of this corporation is perpetual.

#### IV

The location and post office address of the registered office of the corporation in the State of Idaho is 7627 FAIRVIEW AVE., Boise, Ada County, Idaho.

#### V

The corporation shall have a total authorized capital stock of FIVE HUNDRED SHARES (500) of NON-PAR stock and shall be, when issued, NON-ASSESSABLE.

#### VI

The stock of this corporation shall be of only one class, to be known as common stock, and each share shall have full voting power.

#### VII

The board of directors of this corporation shall consist of at least three members, but not more than five members, to be fixed by the by-laws. The officers of this corporation shall be a President, one or more Vice Presidents, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be held by one person. The duties of the officers shall be as prescribed in the by-laws and not otherwise.

#### VIII

The sharefolders of this corporation shall adopt by-laws at their first meeting, and such by-laws so adopted may thereafter be amended by the shareholders as provided by law, provided, however, that only a simple majority vote shall be required. Further, the board of directors of the corporation is expressly authorized to repeal and amend the by-laws and to adopt new by-laws from time to time.

#### IX

The private property of the shareholders of the corporation shall not be subject to payment of corporate debts or obligations, and the shares of the corporation shall not be subject to assessment.

X

The name and post office address of each of the incorporators and the number of shares for which each subscribed is:

<u>No. of</u> <u>SHARES</u>	<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
1	Harlan M. Brownell	Rt. 2, Hampton Road Boise, Idaho
1	H. Dean Vader	Rt. 1 Twin Falls, Idaho
1	George Lyda	7516 Colehaven Boise, Idaho

Harlan M. Brownell

H. Dean Vader

George A. Lyda

STATE OF IDAHO)

)ss.

COUNTY OF ADA )

On this \_\_\_\_\_ day of April, in the year of 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared Harlan M. Brownell, H. Dean Vader, and George Lyda, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

Margaret Wolfgram  
Notary Public for the State of Idaho  
Residing at Boise, Idaho

EX-107 Notary Seal, 1965