

State of Idaho

Department of State.

CERTIFICATE OF DISSOLUTION OF

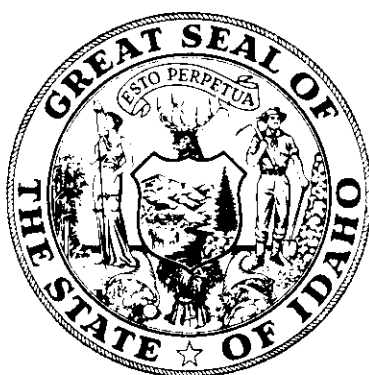
SEQUOIA MOULDING & CUTSTOCK, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of SEQUOIA MOULDING & CUTSTOCK, INC.

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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated August 10, 19 29.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

**ARTICLES OF DISSOLUTION OF
SEQUOIA MOULDING & CUTSTOCK, INC.**

Aug 10 3 10 PM '89
SECRETARY OF STATE

PURSUANT TO the provisions of Section 30-1-92 of the Idaho Business Corporation Act the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

First: The name of the Corporation is Sequoia Moulding & Cutstock, Inc., and its address is 4414 S. Gekeler Lane, Boise, Idaho 83705.

Second: The names and address of the last officers and directors of the Corporation and their respective offices are:

Ronald C. Yanke, President and Director, 4414 S. Gekeler Lane, Boise, Idaho 83705.

David Suhr, Secretary-Treasurer and Director, 4414 S. Gekeler Lane, Boise, ID 83705.

Third: The notice requirements of Section 30-1-87, Idaho Code, were not given in that there are no actual or potential creditors of the Corporation, except for income taxes.

Fourth: All debts, obligations and liabilities of the Corporation have been paid and discharged except income taxes, and adequate provision has been made therefor.

Fifth: All remaining property and assets of the Corporation have been distributed to the Sole Shareholder of the Corporation.

Sixth: There are no law suits pending against the Corporation in any court.

Seventh: This Dissolution is pursuant to a resolution to

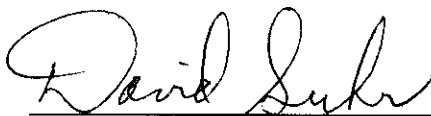
dissolve unanimously adopted by the Shareholders, and in the manner required by Section 30-1-84, Idaho Code.

Eighth: A duplicate original of the Consent of Shareholders to Dissolve is annexed hereto.

DATED THIS 31st day of July, 1989.

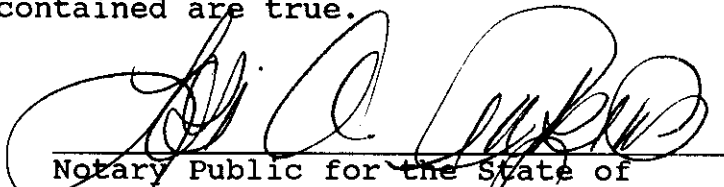

RONALD C. YANKE, President

ATTEST:


DAVID SUHR, Secretary

STATE OF IDAHO)
) ss
COUNTY OF ADA)

I, a Notary Public, for the State of Idaho, do hereby certify that on the 31st day of July, 1989, before me personally appeared RONALD C. YANKE and DAVID SUHR, who, being by me each duly sworn, declared that they are the President and Secretary, respectively of Sequoia Moulding and Cutstock, Inc. and that they signed the foregoing document as President and Secretary of the Corporation, and the statements therein contained are true.


Notary Public for the State of
Idaho Residing at Meridian, Idaho

(SEAL)

My commission expires July 12, 1992

ARTICLES OF DISSOLUTION - SEQUOIA MOULDING & CUTSTOCK INC.

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WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLVE
SEQUOIA MOULDING & CUTSTOCK, INC.

PURSUANT TO the provisions of Section 30-1-83 of the Idaho Business Corporation Act, the Sole Shareholder of Sequoia Moulding & Cutstock, Inc. does hereby consent in writing to dissolve said Corporation:

First: The name of the Corporation is Sequoia Moulding & Cutstock Inc., and its address is 4414 S. Gekeler Lane, Boise, Idaho 83705.

Second: The Sole Shareholder, whose signature is affixed to this Consent, hereby consents in writing to the voluntary dissolution of the Corporation pursuant to the provisions of the Agreement and Plan of Liquidation adopted by the Corporation of even date herewith and the provisions of the Idaho Business Corporation Act. The signature of the Shareholder constitutes authority to dissolve.

DATED THIS 31st day of July, 1989

Sole Shareholder:

DINUBA TIMBER INDUSTRIES, INC.

By: 
RONALD C. YANKE, President

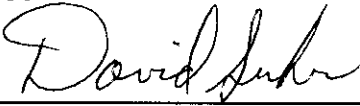
CERTIFICATE

STATE OF IDAHO)
) ss
COUNTY OF ADA)

David Suhr, being first duly sworn, on his oath, deposes and says: That he is the Secretary of Sequoia Moulding & Cutstock,

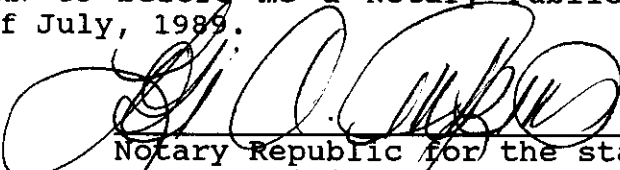
Inc., an Idaho Corporation, and that the foregoing Written Consent of Shareholders to Dissolve has been signed by all of the Shareholders of the said Corporation.

DATED THIS 31st day of July, 1989



DAVID SUHR, Secretary

SUBSCRIBED AND SWORN to before me a Notary Public for the State on this 31st day of July, 1989.



Notary Republic for the state of
Idaho Residing at Meridian, Idaho

(SEAL)

My commission expires July 12, 1992

AGREEMENT AND PLAN OF LIQUIDATION

THIS AGREEMENT AND PLAN OF LIQUIDATION made this 31st day of July, 1989 between DINUBA TIMBER INDUSTRIES, INC. an Idaho Corporation (hereinafter called the "Shareholder"), and SEQUOIA MOULDING & CUTSTOCK, INC. an Idaho Corporation, (hereinafter called the "Corporation").

WHEREAS, the Shareholder owns 2,000 shares of capital stock of the Corporation, which shares constitute all of the issued and outstanding capital stock of the Corporation; and

WHEREAS, the Shareholder wishes to approve, authorize and consent to the liquidation and voluntary dissolution of the Corporation in accordance with Section 332 of the Internal Revenue Code of 1986, as amended and the Idaho Business Corporation Act;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Shareholder approves, authorizes, and consents to the liquidation and voluntary dissolution of the Corporation, such liquidation to be pursuant to Section 332 of the Internal Revenue Code of 1986, as amended and such dissolution to be effected as promptly as possible and in no event later than December 31, 1989, and in accordance with the Plan of Liquidation set forth in this Agreement.
2. Within thirty (30) days after the date of this meeting the Secretary of the Corporation shall file Form 966 with the Internal Revenue Service Center in Ogden Utah, attaching to said form a certified copy of the resolution of stockholders and directors indicating that the Corporation has adopted this Plan of Liquidation pursuant to Section 332 of the Internal Revenue Code of 1986, as amended.
3. The Shareholder hereby authorizes the officers of the Corporation to file Articles of Dissolution of the Corporation with the Secretary of State for the State of Idaho and further authorizes the officers of this Corporation to execute any and all documents necessary to effectuate such liquidation and dissolution.

4. The Shareholder hereby directs that, after payment of the Corporation's debts or provision is made therefor, the officers of the Corporation distribute all the remaining property of the Corporation in complete cancellation or redemption of all of its issued and outstanding capital stock, such distribution to be made as promptly as practicable and in any event no later than December 31, 1989.


5. The officers and directors are hereby empowered, authorized and directed to proceed in accordance with this Agreement and Plan of Liquidation and said officers and directors are authorized to adopt any subsequent resolution to effectuate the intent of the stockholders and directors to liquidate the Corporation in accordance with this plan of liquidation adopted pursuant to Section 332 of the Internal Revenue Code 1986, as amended.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Liquidation to be executed by the respective duly authorized officers as of the day and year first above written.

SEQUOIA MOULDING & CUTSTOCK, INC.

By: 
RONALD C. YANKE, President

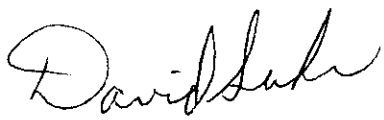
ATTEST:


DAVID SUHR, Secretary

DINUBA TIMBER INDUSTRIES, INC.

By: 
RONALD C. YANKE, President

ATTEST:


DAVID SUHR, Secretary

AGREEMENT AND PLAN OF LIQUIDATION, SEQUOIA MOULDING & CUTSTOCK INC.