

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

IDAHO STONE, INC.

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 4, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Davis*

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ARTICLES OF INCORPORATION
OF
IDAHO STONE, INC.

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KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of full age, citizen of the United States and resident of the State of Idaho, this day has voluntarily associated for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and I do hereby certify as follows:

ARTICLE I

The name of this corporation shall be
Idaho Stone, Inc.

The purpose for which this corporation is formed are:

(a) To own, conduct, operate, maintain and carry on the business of quarrier, fabricator and distributor of decorative stone used in all types of commercial and residential construction and landscaping, and to do any and all things necessary and pertaining to said business;

(b) To build, construct, lease or otherwise acquire, maintain, own, utilize and operate buildings, storage houses and garages for the purpose of carrying in the business of the corporation;

(c) To purchase, acquire, own, hold, lease (either as Lessor or as Lessee), sell exchange, subdivide, mortgage and generally operate any real or personal property of any kind or description, within or without the State of Idaho, necessary, suitable or useful in connection with any of the objects or purposes herein set forth;

(d) To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation, and to equip, improve and generally operate any and all personal property owned by this corporation;

(e) To purchase, hold, sell and transfer the shares of its own capital stock; provided that it shall not use its funds or property for purchase of its own shares of capital

Article of Incorporation - P. 1

stock when such use would cause any impairment of its capital stock by it shall not be voted directly or indirectly;

(f) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporation, associations, any state, territory, or municipality of the United States or any foreign country, government or body politic;

(g) To acquire and hold all or any part of the capital stock, assets or good will of any business, or any person, firm, association or corporation engaged in any business, in whole or in part similar or not to that of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired;

(h) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the monies so borrowed, or in any payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of debentures, notes or other obligations by mortgages or deeds of trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated;

(i) To carry out all or any part of the foregoing objects or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association, or other corporation, and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description; to do such acts and things, and to exercise any and all such powers as a natural person could lawfully make, perform and do or exercise, provided that the same be not inconsistent with the statutes of the State of Idaho;

(j) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America, and in the District of Columbia and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho;

(k) To carry on and undertake any business undertakings, transactions or operations commonly carried on or undertaken by capitalists, promoters, financiers, concessionaires, contractors, brokers and commission merchants, and any other incidental business which may seem to the company convenient to carry on in connection with the above, or calculated,

directly or indirectly, to enhance the value of or render profitable any of the company's property or rights

(l) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect, and to sell, assign or grant licenses or other rights in respect of any trademarks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto;

(m) The objects as specified herein shall, except as otherwise expressed, by in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Articles. The objects, purposes and powers specified in each of the clauses or paragraphs on these Articles shall be regarded as independent objects, purpose and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

ARTICLE VII

The existence of this corporation shall be perpetual.

ARTICLE IV

The registered office and place of business of this corporation shall be at 107 14th Ave So., Canyon County, Idaho, but the corporation may maintain any office in such towns, cities and places within and/or outside the State of Idaho as the Board of Directors may from time to time determine, or as may be designated by the By-Laws of said corporation. The registered agent of this corporation is Judy A. Hamm, 107 14th Ave So., Nampa, Idaho

ARTICLE V

The total amount of the authorized capital stock of this corporation is 100,000 shares of common stock with a par value of \$1.00 per share

ARTICLE VI

The one class of common stock authorized by these Articles are intended to Section 1244 stock and to qualify as such and comply with section 1244 of the Internal Revenue Code of the United States.

ARTICLE VII

The capital stock of this corporation shall be nonassessable; and the private property of the shareholders, and each of them, of this corporation shall not be subject to assessment or be liable for the debts, obligations or liabilities of this corporation.

ARTICLE VIII

The name and post office address of each of the incorporators and directors signing these Articles of Incorporation, and the number of shares of stock subscribed by each are as follows:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>
Judy A. Hamm	107 14th Ave So., Nampa, Idaho 83651	1

ARTICLE XI

A member of the Board of Directors of this corporation shall not be required to a holder of any of the shares of the capital stock of this corporation.

Articles of Incorporation - P. 4

IN WITNESS WHEREOF, For the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators and Directors of this corporation, have executed these Articles of Incorporation this 24th day of September 1993.

Judy A. Hamm

State of Idaho)
 : ss
County of Canyon)

On this 24th day of Sept., 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared Judy A. Hamm, known to to the person whose name is subscribed to the within and foregoing Articles of Incorporation, and acknowledge to me that she executed the same.

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

Tracy C. Rider
Notary Public for Idaho
Residing at Nampa, Idaho