

ARTICLES OF INCORPORATION
OF
CARPET CLASSICS INC.

FILED/EFFECTIVE

JUN 2 1 59 PM '00

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, for the purpose of forming a corporation under the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is:

CARPET CLASSICS INC.

ARTICLE II

The purpose for which said corporation is formed is to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The corporation is to have perpetual existence.

ARTICLE IV

The location and mailing address of its initial registered office and the name of its initial registered agent at such address is as follows: Corporation Service Company, 1401 Shoreline Drive, Boise, ID 83702.

ARTICLE V

The total number of shares of stock which this corporation is authorized to issue is: 1,500 shares of common stock without par value.

ARTICLE VI

The name and post office address of the incorporator is:

Theresa Dauber
Corporation Service Company
1013 Centre Road
Wilmington, DE 19805

IDAHO SECRETARY OF STATE

06/02/2000 09:00
CN: 0173 CT: 10904 BH: 323242


1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C134187

The number of directors constituting the initial board of directors shall be two and the names and post office addresses of the initial board of directors, who are to serve until the first annual meeting of shareholders or until their successors are elected and qualify are:

| NAME | ADDRESS |
|-------------|--|
| R.S. Brooks | 2615 North 4th Street, #588, Coeur D' Alene, ID 83815 |
| R.W. Brooks | 2615 North 4th Street, #558, Coeur D' Alene, ID 83815 |


IN WITNESS WHEREOF, I have hereunto set my hand and seal this first of June, 2000.


Theresa Dauber
Incorporator

STATE OF DELAWARE)
 SS
COUNTY OF NEW CASTLE)

On this first of June, 2000, before me personally appeared, Theresa Dauber, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

In witness whereof, I have hereunto set my hand and affixed by official seal this first of June, 2000.


Elizabeth A. Dawson
Notary Republic

My commission expires: 5/17/2001