

Department of State.

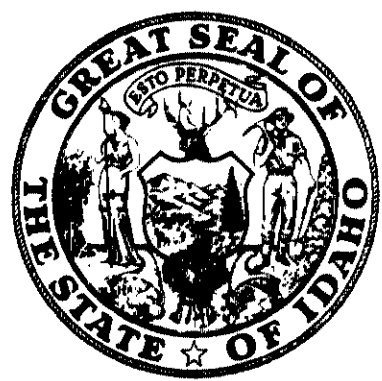
**CERTIFICATE OF AUTHORITY
OF**

WALL RESOURCES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WALL RESOURCES, INC. for a Certificate of Authority to transact business in this State, 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 Authority to WALL RESOURCES, INC. to transact business in this State under the name WALL RESOURCES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **October 24, 1990**



Pete T. Cenarrusa
SECRETARY OF STATE

Cheryl Ann...
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Wall Resources, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Utah

4. The date of its incorporation is 7/3/90 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1350 East 1300 South, Salt Lake City, Utah 84105

6. The address to which correspondence should be addressed, if different from that in item 5. _____

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Engaging in the industrial, commercial and/or retail purchase, sale, resale, trade, repair, installation & all other facets of business pertaining to wall coverings, acoustics and/or related industries.

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

Name	Office	Address
<u>Laurence R. Laybourne</u>	<u>Pres./Dir.</u>	<u>1381 E. Knollwood Dr., Sandy UT 84092</u>
<u>Betty R. Henderson</u>	<u>VP/Dir.</u>	<u>1350 E. 1300 S. Salt Lake City, UT 84105</u>
<u>Rose M. Laybourne</u>	<u>Secy/Dir</u>	<u>1381 E. Knollwood Dr., Sandy, UT 84092</u>
<u>Glen F. Henderson</u>	<u>Treas/Dir</u>	<u>1350 E. 1300 S. Salt Lake City, UT 84105</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name	Office	Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 9-21-90

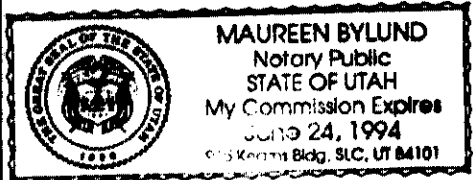
Wall Resources, Inc.
 (Corporation Name)

By *Laurence R. Laybourne*
 Laurence R. Laybourne Its President/~~Its President~~ (please specify)
 and *Rose M. Laybourne*
 Rose M. Laybourne Its Secretary/~~Its Secretary~~ (please specify)

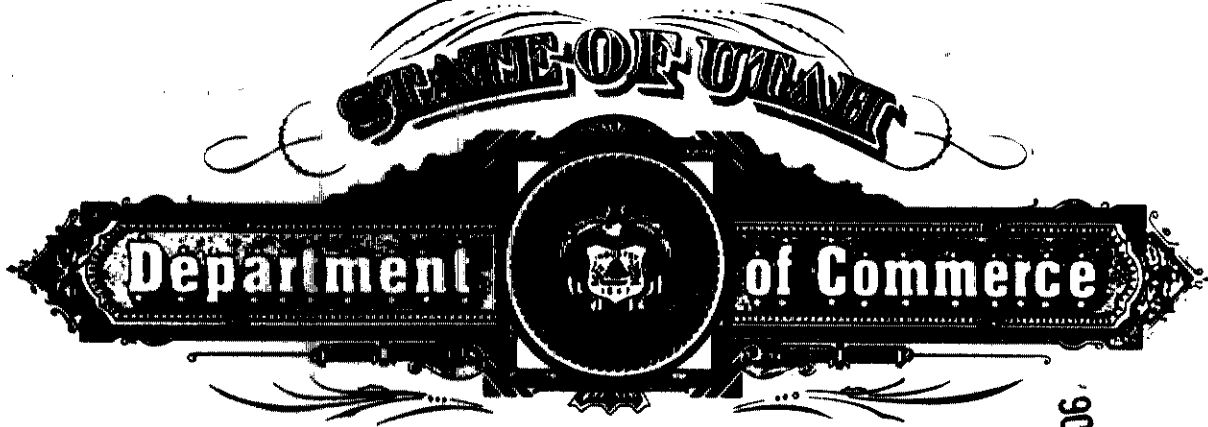
STATE OF Utah)
) ss:
 COUNTY OF Salt Lake)

I, Maureen Bylund, a notary public, do hereby certify that on this 21st day of September, 19 90, personally appeared before me Laurence R. Laybourne, who being by me first duly sworn, declared that ~~he~~ is the President of Wall Resources, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Maureen Bylund
 Notary Public

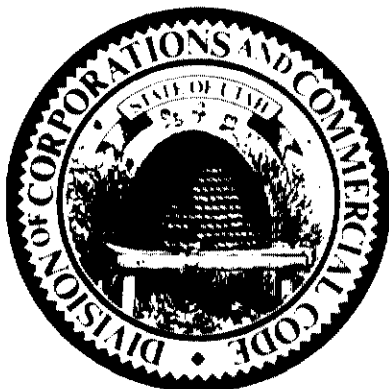


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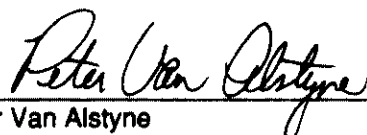
THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE CERTIFIES THAT
WALL RESOURCES, INC.

IS A UTAH CORPORATION AND IS QUALIFIED TO TRANSACT BUSINESS IN THE STATE OF UTAH. A CERTIFICATE OF INCORPORATION WAS ISSUED FROM THIS OFFICE ON 07-03-1990 AND SAID CORPORATION IS IN GOOD STANDING.

FILE # 142397



Dated this 10TH day
of OCTOBER, 19 90


Peter Van Alstyne
Director, Division of
Corporations and Commercial Code

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SECS
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10/01/90

--- STATE OF UTAH ---
--- DEPARTMENT OF COMMERCE ---

13:06:24

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE CERTIFIES THAT
WALL RESOURCES, INC.

IS A UTAH CORPORATION AND IS QUALIFIED TO TRANSACT BUSINESS IN STATE OF
UTAH. A CERTIFICATE OF INCORPORATION WAS ISSUED FROM THIS OFFICE ON
07-03-1990 AND SAID CORPORATION IS IN GOOD STANDING AS OF THE DATE AND
TIME OF THIS CERTIFICATION.

FILE # 142397

DATED THIS 1ST DAY
OF OCTOBER, 1990

DIVISION OF CORPORATIONS
AND COMMERCIAL CODE

PETER VAN ALSTYNE,
DIRECTOR

REMOTE ACCESS CERTIFICATE # 173741

HIT CNTRL/B TO RETURN TO CORPORATION SCREEN
Esc for Attention, Home to Switch | Capture Off | Numeric