

State of Idaho

Department of State

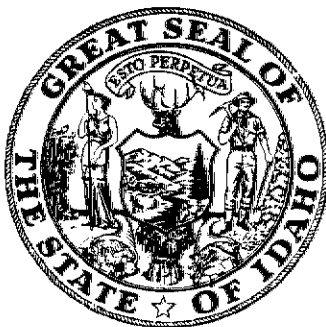
CERTIFICATE OF AUTHORITY
OF

GRANSE AND ASSOCIATES INC.
File number C 121604

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

Dated: November 19, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

97 NOV -7 AM 8:53

SECRETARY OF STATE
STATE OF IDAHO

SECRETARY OF STATE
NOV 19 AM 8:41

1. The name of the corporation is Granse and Associates Inc.
2. The name which it shall use in Idaho is Granse and Associates Inc.
3. It is incorporated under the laws of Minnesota
4. Its date of incorporation is 02-09-1984 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
21670 Hamburg Avenue, Lakeville MN 55044
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is c/o C T Corporation System, 300 N. 6th Street
Boise, ID 83702, and its registered agent in Idaho at that address is CT Corporation System.
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Wholesale plumbing supply, and any other lawful purpose
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Gordon E. Granse</u>	<u>CEO/President</u>	<u>21670 Hamburg Avenue Lakeville, MN 55044</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: 10-24-97

Granse & Associates, Inc.
(Corporation name)

By [Signature] President
Its President, Vice President, Secretary or Assistant Secretary
(please specify)

IDAHO SECRETARY OF STATE
Secretary of State use only
11/07/1997 09:00
CK: 130015023 CT: 22105 BH: 53694
1 @ 100.00 = 100.00 AUTH PRO
C121604

g:\corp\forms\ACA.pm6 Revised 7/86

State of Minnesota

97 NOV -7 AM 8:53

97 NOV 19 AM 8:41
SECRETARY OF STATE
STATE OF IDAHO

SECRETARY OF STATE

SECRETARY OF STATE
STATE OF IDAHO

Certificate of Good Standing

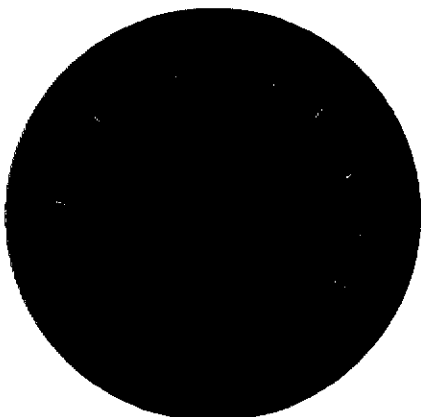
I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Granse and Associates Inc.

Date Formed: 02/09/1984

Chapter Governed By: 302A

This certificate has been issued on 11/03/97.



Joan Anderson Growe
Secretary of State.