

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
ACRES INTERNATIONAL CORPORATION**

File Number C 142396

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 31, 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Nathalie Tenenby*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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

1. The name of the corporation is: ACRES INTERNATIONAL CORPORATION
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: NEW YORK
4. Its date of incorporation is: JANUARY 7, 1927
5. The address of its principal office is: 140 JOHN JAMES AUDUBON PARKWAY, AMHERST, NEW YORK
14228-1180
6. The address to which correspondence should be addressed, if different from item 5, is:
439 UNIVERSITY AVENUE, STE. 1700, TORONTO, ONTARIO, CANADA M5G 1Y8
7. The street address of its registered office in Idaho is: 300 NORTH 6TH ST., BOISE, IDAHO 83702
_____, and its registered agent in Idaho at that address is: C.T. CORPORATION SYSTEM
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
SEE SCHEDULES A & B ATTACHED		

Dated: JAN. 18, 2002

Signature: Anne Creaser

Typed Name: ANNE M. CREASER

Capacity: CORPORATE SECRETARY

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 01/2001

IDAHO SECRETARY OF STATE
01/31/2002 05:00
CK: 701116 CT: 156625 BH: 443465
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

ACRES INTERNATIONAL CORPORATION

DIRECTORS

Oskar T. Sigvaldason	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Director
Michael D. Krossey	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Director
Jeffrey S. Parr	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Director
John C.W. Ritchie	845 Cambie Street, Ste. 400 Vancouver, BC V6B 2P4	Director

ACRES INTERNATIONAL CORPORATION

OFFICERS

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION IN ORGANIZATION</u>
Oskar T. Sigvaldason	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	President
Jeffrey S. Parr	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Treasurer and Vice President, Finance
Ian A. Milne	4342 Queen St. P.O. Box 1001 Niagara Falls, Ont. L2E 6W1	Vice President & Mgr. Amherst Region
Robin Charlwood	150 Nickerson St., Ste. 310 Seattle, WA 98109	Vice President
Michael D. Krossey	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Vice President
Alan O'Brien	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Vice President
David A. Pashniak	6th Floor, 500 Portage Avenue Winnipeg, Manitoba R3C 3Y8	Vice President
John C.W. Ritchie	4th Floor, 845 Cambie Street Vancouver, British Columbia V6B 2P4	Vice President
Bruce I. McClennan	1235 N. Service Rd. W. Oakville, Ontario L6M 2W2	Vice President
Thomas W. Gwozdek	140 John James Audubon Parkway Amherst, New York 14228-1180	Manager of Engineering
James H. Rutherford	150 Nickerson St., Ste. 310 Seattle, WA 98109	Principal Engineer in State of Arkansas
Anne M. Creaser	439 University Avenue, Ste. 1700 Toronto, Ontario M5G 1Y8	Secretary
Jane L. Donato	140 John James Audubon Parkway Amherst, New York 14228-1180	Assistant Secretary

State of New York | ss:
Department of State

I hereby certify, that the Certificate of Incorporation of ACRES INTERNATIONAL CORPORATION was filed on 01/07/1927, under the name of ARCH ROOF CONSTRUCTION CO., INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment ARCH ROOF CONSTRUCTION CO., INC., changing its name to ACRES AMERICAN INCORPORATED, was filed 09/25/1967.

A Certificate of Amendment ACRES AMERICAN INCORPORATED, changing its name to ACRES INTERNATIONAL CORPORATION, was filed 01/02/1985.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 18th day of January
two thousand and two.



Special Deputy Secretary of State

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