

01 DEC 13 AM 8:51

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

of

BENCHMARK MILL, INC.

FILED/EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation of such corporation.

FIRST

The name of the corporation is: **Benchmark Mill, Inc.**

SECOND

The period of its duration is perpetual.

THIRD

The purpose or purposes for which the corporation is organized: to build, market and sell cabinetry and engage in all related business as well as to do all acts and exercise all powers, rights and responsibilities available to corporations under the laws of the state of Idaho.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock with no par value. Said stock shall be subject to transfer restrictions of first right of refusal as may be set forth in the Bylaws of the Corporation.

FIFTH

Provisions denying preemptive rights are: none.

SIXTH

The street address of the initial registered office of the corporation is located at 70 South 650 East, Burley, Idaho 83318 and the name of its initial registered agent at such address is David Earl Christensen.

SEVENTH

The number of directors constituting the initial board of directors of the corporation is two (2), (there being only two shareholders) and the names and addresses of the person who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

David Earl Christensen
70 South 650 East
Burley, Idaho 83318

Kim Christensen
70 South 650 East
Burley, Idaho 83318

EIGHTH

The name and address of each incorporator is:

David Earl Christensen
70 South 650 East
Burley, Idaho 83318

Kim Christensen
70 South 650 East
Burley, Idaho 83318

NINTH

No stock of this corporation shall be pledged, hypothecated, transferred, assigned, given as security or otherwise encumbered by any person who is a holder thereof, except with the consent of the Board of Directors, evidenced by a resolution duly passed at a regular meeting of the board or a special meeting of the board called for the purpose.

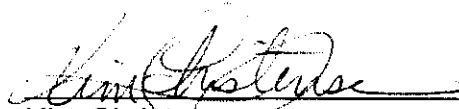
TENTH

The mailing address of the corporation shall be: Benchmark Mill, Inc., 70 South 650 East, Burley, Idaho 83318.

DATED this 11th day of December, 2001.



David Earl Christensen



Kim Christensen

TUFT LAW OFFICE, P.A.

1918 OVERLAND AVENUE
P. O. Box 759
BURLEY, IDAHO 83318
TELEPHONE: (208) 677-2922

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SECRETARY OF STATE
STATE OF IDAHO

STEVEN A. TUFT
ATTORNEY AT LAW

FACSIMILE: (208) 678-1166
E-MAIL: tuftlaw@pmt.org

December 17, 2001

Monica Okelberry
Commercial Division
Idaho Secretary of State
700 West Jefferson
P.O. Box 83720
Boise, Idaho 83720

Re: Benchmark Mill, LLC and
Benchmark Mill, Inc.

Dear Monica:

In my cover letter I should have advised you that the same people who are the members and owners of Benchmark LLC (David and Kim Christensen) are also the incorporators of Benchmark Mill, Inc.

The Christensens will be liquidating and terminating the LLC as soon as they have the corporation established. I would not expect that to go more than 30 days.

It is my understanding that as long as there is that commitment to terminate the LLC, you can accept the articles of incorporation of Benchmark Mill, Inc. which are again enclosed.

Thank you.

Sincerely,
TUFT LAW OFFICE, P.A.



Steven A. Tuft

SAT/jn
enclosures