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FILED  
In the Office of the  
Secretary of State of Texas

JUN 15 2001

Corporations Section

ARTICLES OF INCORPORATION

OF

RGI MATERIALS, INC

I, the undersigned natural person of the age of twenty-one (21) years or more, a citizen of the State of Texas acting as incorporator of a corporation under the Texas Business Corporation Act do hereby adopt the following Articles of Incorporation for such corporation

ARTICLE ONE

The name of the Corporation is RGI Materials Inc

ARTICLE TWO

The period of duration of the Corporation is perpetual

ARTICLE THREE

The purposes for which the Corporation is organized is to engage in any or all lawful acts activities or businesses which a corporation may engage in under the Texas Business Corporation Act and the Texas Miscellaneous Corporation Laws Act

ARTICLE FOUR

The aggregate number of shares which the Corporation shall have authority to issue is 100 000 shares of stock with no par value The shares are designated as common stock and have identical rights and privileges in every respect

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ARTICLE FIVE

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of at least One Thousand Dollars (\$1 000 00) consisting of money labor done or property actually received

ARTICLE SIX

The post office address of the initial registered office of the Corporation is Suite 800 1001 Fannin St Houston Texas 77002 and the name of its initial registered agent at such address is Richard L Rose

ARTICLE SEVEN

The initial Board of Directors shall consist of three (3) members and the names and addresses of the persons who are to serve as the directors until the first annual meeting of the shareholders or until their successors are elected and qualified are

<u>Name</u>	<u>Address</u>
Kurt Rasmussen	5550 N E 22nd St Des Moines Iowa 50313
Jim Rasmussen	5550 N E 22nd St Des Moines Iowa 50313
Jeff Rasmussen	5550 N E 22nd St Des Moines Iowa 50313

The number of directors constituting the Board of Directors shall be fixed by the By-Laws or amendments thereto

CONFIDENTIAL

ARTICLE EIGHT

The name and address of the incorporator is

<u>Name</u>	<u>Address</u>
Richard L Rose	Suite 800 1001 Fannin Houston Texas 77002

ARTICLE NINE

Without necessity for action by its shareholders the Corporation may purchase directly or indirectly its own shares to the extent of the aggregate of unrestricted capital surplus available therefor and unrestricted reduction surplus available therefor

ARTICLE TEN

Cumulative voting for directors is prohibited and the directors of the Corporation shall be elected by plurality vote

ARTICLE ELEVEN

The Corporation shall indemnify any person who is or was a director of the Corporation and any person who is or was serving at its request as a director officer partner venturer proprietor trustee employee agent or similar functionary of another foreign or domestic corporation partnership joint venture sole proprietorship trust employee benefit plan, or other enterprise against judgments penalties (including excise and similar taxes) fines settlements and reasonable expenses actually incurred by such person in connection with any action suit or proceeding whether civil or criminal in nature in which he is made a party by reason of being or having been a director or serving at the

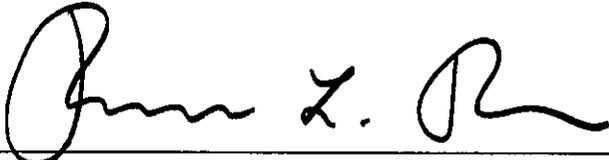
LITWINSON & EVJUNES

Corporation's request to the fullest extent permitted by Article 2.02-1 of the Texas Business Corporation Act

ARTICLE TWELVE

No shareholder of this Corporation shall by reason of his holding shares of any class have any preemptive or preferential right to purchase or subscribe for any shares of any class of the Corporation now or hereafter to be authorized or any notes debentures bonds or other securities convertible into or carrying options or warrants to purchase shares of any class now or hereafter to be authorized whether or not the issuance of any such shares or such notes debentures bonds or other securities would adversely affect the dividend or voting rights of such shareholder other than such rights if any as the Board of Directors in its discretion may grant to the shareholders to purchase such additional securities, and the Board of Directors may issue additional or treasury shares of any class of this Corporation or any notes debentures bonds or other securities convertible into or carrying options or warrants to purchase shares of any class without offering the same in whole or in part to the existing shareholders of any class

IN WITNESS WHEREOF I have hereunto set my hand this 14<sup>th</sup> day of June 2001

  
Richard L. Rose

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