Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91[illegible]
CONTROL NUMBER : H854297
DATE INC/AUTH/FILED: 10/29/1938
JURISDICTION : UNKNOWN
PRINT DATE : 04/14/1999
FORM NUMBER : 215

PLAINTIFF'S EXHIBIT
FK-195

DOCUMENT RESOURCES
JENNIFER STOREY
245 PEACHTREE CENTER AVE. #1400
ATLANTA, GA 30303

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

THE FLINTKOTE COMPANY
A FOREIGN PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

STATE OF GEORGIA
1776

Cathy Cox
Secretary of State

DUPLICATE

7954297

State of Georgia

OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that "THE FLINTKOTE COMPANY" a corporation created under the laws of the State of Delaware and qualified to transact business in the State of Georgia, did on the 2nd day of January, 1986, file in the office of the Secretary of State of Georgia the following document:

Certificate of Amendment

and all fees paid therefor, as the same appears of file and record in this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 2nd day of January in the year of our Lord One Thousand Nine Hundred and Eighty Seven, and of the Independence of the United States of America the Two Hundred and Eleven.

Max Cleland

SECRETARY OF STATE
CORPORATION COMMISSIONER

STATE OF DELAWARE

OFFICE OF SECRETARY OF STATE

I, MICHAEL HARKINS, Secretary of State of the State of Delaware, do hereby certify that the Certificate of Incorporation of the "Dorster, Inc.", was received and filed in this office the thirtieth day of May, A.D. 1978, at 10 o'clock A.M.

And I do hereby further certify that the said "Dorster, Inc.", filed a Certificate of Amendment, on the thirtieth day of December, A.D. 1981, at 1:15 o'clock P.M.

And I do hereby further certify that the said "Dorster, Inc.", filed a Certificate of Ownership, changing its corporate title to "The Flintkote Company", on the fourth day of January, A.D. 1982, at 8:30 o'clock A.M.

And I do hereby further certify that the said "The Flintkote Company", filed a Certificate of Ownership, on the twenty-ninth day of January, A.D. 1982, at 10 o'clock A.M.

And I do hereby further certify that a Certificate of Change of Location of Registered Office of the companies represented by "The Corporation Trust Company", as it applies to "The Flintkote Company", was received and filed in this office the twenty-seventh day of July, A.D. 1984, at 4:30 o'clock P.M.

And I do hereby further certify that the said "The Flintkote Company", filed a Certificate of Amendment, on the twenty-ninth day of September, A.D. 1986, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Certificates are the only Certificates on record of the aforesaid Corporation.

And I do hereby further certify that the aforesaid Corporation is duly incorporated under the laws of the State of Delaware and is in good standing and has a legal corporate existence not having been cancelled or dissolved so far as the records of this office show and is duly authorized to transact business.

And I do hereby further certify that the Annual Reports have been filed to date.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Dover this twenty-second day of December in the year of our Lord one thousand nine hundred and eighty-six.

Michael Harkins

Michael Harkins, Secretary of State

FORM 124

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER	:	K91040308
CONTROL NUMBER	:	J250002
DATE INC/AUTH/FILED	:	01/04/1982
JURISDICTION	:	DELAWARE
PRINT DATE	:	04/14/1999
FORM NUMBER	:	215

DOCUMENT RESOURCES
JENNIFER STOREY
245 PEACHTREE CENTER AVE. #1400
ATLANTA, GA 30303

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

THE FLINTKOTE COMPANY (WITHDREW 4/28/87)
A FOREIGN PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Cathy Cox

Cathy Cox
Secretary of State

DUPLICATE

State of Georgia

OFFICE OF

THE SECRETARY OF STATE

To all to whom these Presents Shall Come, Greeting:

Whereas, "THE FLINTKOTE COMPANY"

incorporated under the laws of the State of DELAWARE has filed in the Office of the Secretary of State duly authenticated evidence of its incorporation and an application for amended Certificate of Authority to transact business in this State, as provided by "THE GEORGIA CORPORATION CODE" of Georgia, in force April 1, A.D. 1969.

Now Therefore, I, DAVID B. POYTHRESS Secretary of State of the State of Georgia, by virtue of the powers and duties vested in me by law, do hereby issue this amended Certificate of Authority and attach thereto a copy of the application of the aforesaid corporation.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 9th day of March in the year of our Lord One Thousand Nine Hundred and Eighty Two and of the Independence of the United States of America the Two Hundred and Six.

SECRETARY OF STATE, EX-OFFICIO CORPORATION COMMISSIONER OF THE STATE OF GEORGIA

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FILE IN DUPLICATE	Filing Fee — $20.00

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

DORSTER, INC.

A Corporation Of: Delaware

RECEIVED
MAR 9 8 13 AM '82
SECRETARY OF STATE

TO: Ben W. Fortson, Jr.
Secretary of State
Ex-Officio Corporations Commissioner
State of Georgia

Pursuant to the provisions of Section 22-1413 or Section 22-3213 of the Georgia Business Corporation Code, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

I. A Certificate of Authority was issued to the corporation by your office on Jan. 4, 1982 authorizing it to transact business in your State under the name of DORSTER, INC.

II. The corporate name of the corporation has been changed in its jurisdiction of incorporation to THE FLINTKOTE COMPANY (Note 1).

III. The name which it elects to use hereafter in your State is THE FLINTKOTE COMPANY

IV. The corporation is authorized to do such other or additional business in its jurisdiction than those set forth in its prior application for Certificate of Authority as follows:

No Change (Note 2).

Dated February 9, 19 82

FILED AND ACCEPTED
In the office of
SECRETARY OF STATE
Atlanta, Georgia on
MAR 9 9 1982
Date 19

By [signature]
LeRoy Garby, Its Vice President

Or .... Its Secretary or Assistant Secretary

Notes: 1. If the corporate name has not been changed, insert "NO Change".
2. If no other or additional purposes are proposed, insert "NO Change".
3. Furnish with application one copy of amendment with $10.00 in addition to application fee.

173

(GA. - 2048 - 1/2/73)

State
of
DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware, do hereby certify that the attached is a true and correct copy of Certificate of Ownership filed in this office on January 4, 1982.

Glenn C. Kenton, Secretary of State

BY:

DATE: February 10, 1982

Form 130

CERTIFICATE OF OWNERSHIP AND MERGER

PURSUANT TO 8 DEL. CODE § 253

MERGING

THE FLINTKOTE COMPANY

INTO

DORSTER, INC.

DORSTER, INC., a corporation organized and existing under the laws of the State of Delaware ("Dorster"),

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 13th day of May, 1978, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of The Flintkote Company, a corporation incorporated on the 12th day of July, 1917 pursuant to the Massachusetts Business Corporation Law ("Flintkote").

THIRD: That this corporation, by the following resolutions of its Board of Directors, filed with the minutes, and adopted at a meeting of the Board of Directors of this corporation duly held on the 31st day of December, 1981, determined to merge into itself Flintkote;

RESOLVED, that the Corporation merge into itself its wholly-owned subsidiary, The Flintkote Company, a Massachusetts corporation ("Flintkote"), and assume all of its liabilities and obligations and the Corporation will be the surviving corporation;

FURTHER RESOLVED, that after the filing of the Articles of Merger with the Secretary of State of Massachusetts and upon the filing of the Certificate of Ownership and Merger with the Secretary of State of Delaware, such merger shall become effective;

FURTHER RESOLVED, that the proper officers of the Corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger pursuant to 8 Delaware Code Section 253 setting forth a copy of the resolutions to merge Flintkote into the Corporation and assume its liabilities and obligations and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect said merger; and

FURTHER RESOLVED, that the Corporation change its corporate name by changing Article FIRST of the Certificate of Incorporation of the Corporation to read as follows: "FIRST. The name of the corporation is: The Flintkote Company."

IN WITNESS WHEREOF, said Dorster caused this certificate to be signed by Leroy Garby, its Vice-President, and attested by A.M. Macleod, its Assistant Secretary, as of this 31st day of December, 1981.

DORSTER, INC.

By ______________________
Leroy Garby
Vice-President

Attest:

By ______________________
A.M. Macleod
Asst. Secretary

DUPLICATE

State of Georgia

OFFICE OF
THE SECRETARY OF STATE

STATE OF GEORGIA 1776

To all to whom these Presents Shall Come, Greeting:

Whereas, "DORSTER, INC."

incorporated under the laws of the State of DELAWARE has filed in the Office of the Secretary of State duly authenticated evidence of its incorporation and an application for Certificate of Authority to transact business in this State, as provided by "THE GEORGIA CORPORATION CODE" of Georgia, in force April 1, A.D. 1969.

Now Therefore, I, DAVID B. POYTHRESS Secretary of State of the State of Georgia, by virtue of the powers and duties vested in me by law, do hereby issue this Certificate of Authority and attach thereto a copy of the application of the aforesaid corporation.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 4th day of January in the year of our Lord One Thousand Nine Hundred and Eighty Two and of the Independence of the United States of America the Two Hundred and Six.

David B. Poythress

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

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FILE IN DUPLICATE

Filing Fee for Profit Corporation – $100.00 ☐

Filing Fee for Non-Profit Corporation – $25.00 ☐

If name previously reserved, please check box. ☐

APPLICATION FOR

CERTIFICATE OF AUTHORITY

OF

DORSTER, INC.

TO: Ben W. Fortson, Jr.
Secretary of State
Ex-Officio Corporation Commissioner
State of Georgia

Pursuant to the provisions of Section 22-1405 or Section 22-3205 of the Georgia Business Corporation 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:

I. The name of the corporation is DORSTER, INC.

II. The name which it elects to use in your State, pursuant to Section 22-1403-b, if its name is in conflict with an existing corporation is

III. It is incorporated under the laws of Delaware

IV. The date of its incorporation is May 30, 1978

V. The address of its principal office or registered office in the state or country under the laws of which it is incorporated is 100 West Tenth Street, Wilmington, Delaware 19801

VI. The address of its proposed registered office in your state is 2 Peachtree Street, N.W. c/o C T Corporation System, Atlanta, Georgia 30383 and the name of its proposed registered agent in your State at that address is C T Corporation System

VII. The purpose or purposes which it proposes to pursue in the transaction of business in your state are

To engage in the manufacture, distribution and sale of building and construction material. To acquire and hold shares of stock in other companies.

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

Name	Office	Address
- SEE RIDER ATTACHED -	President	
	Vice-President	
	Secretary	
	Treasurer	
	Director	
	Director	
	Director	
	Director	

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SECRETARY OF STATE

IX. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are Without Par Value
1,000	Common	-	$1.00

X. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are Without Par Value
1,000	Common	-	$1.00

XI. The amount of its stated capital is $ 1,000.00

XII. This application is accompanied by a copy of its Articles of Incorporation and all amendments thereto, duly certified by the proper officers of the State or Country under the laws of which it is incorporated, and the first Annual Report of the Corporation.

Dated December 30 19 81.

DORSTER, INC.

By [signature]
Leroy Garby Its Vice President
Or
Its Secretary or Assistant Secretary

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

C T Corporation System having been designated to act as Registered Agent hereby consents to act in this capacity.

FILED AND ACCEPTED
In the office of
SECRETARY OF STATE
Atlanta, Georgia on
Date 19

C T CORPORATION SYSTEM
By [signature]
(Name and Title of Officer) Asst. Secy

DORSTER, INC.

OFFICERS

George F. Michals President and Treasurer Suite 3800 Four Embarcadero Center San Francisco, CA 94111	215 Round Hill Road Tiburon, CA 94920
Hugh W. McAdams Vice President Suite 2600 1177 West Hastings Street Vancouver, British Columbia V6E 3Y3	660 St. Andrews Road West Vancouver, B. C. B7S 1V6
Glen R. Jones Secretary Suite 3800 Four Embarcadero Center San Francisco, CA 94111	135 Avila Street San Francisco, CA 94123
J. Ernest Hartz Vice President Suite 3800 Four Embarcadero Center San Francisco, CA 94111	48 Sunnyside Lane Orinda, CA 94563
LeRoy Garby Vice President P. O. Box 10018 Stamford, Connecticut 06904	Ten Allan Way Bethel, Connecticut 06801
Anthony M. Macleod Assistant Secretary P. O. Box 10018 Stamford, Connecticut 06904	33 Old Stone Bridge Road Cos Cob, Connecticut 06807

DIRECTORS

J. Ernest Hartz	See addresses above
Glen R. Jones	"
George F. Michals	"

12/30/81

State
of
DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware, do hereby certify that the attached is a true and correct copy of Certificate of Incorporation filed in this office on May 30, 1978.

Glenn C. Kenton

Glenn C. Kenton, Secretary of State

BY: C. Lageman

DATE: December 29, 1981

Form 130

CERTIFICATE OF INCORPORATION

OF

DORSTER, INC.

FIRST. The name of the Corporation is:

Dorster, Inc.

SECOND. The address of its registered office in the State of Delaware is 100 West Tenth Street, in the City of Wilmington, County of New Castle 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of capital stock which the Corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of Common Stock of the par value of ONE DOLLAR ($1.00) per share.

Any amendment to the Certificate of Incorporation which shall increase or decrease the authorized capital stock of the Corporation may be adopted by the affirmative vote of the holders of a majority of the outstanding shares of the voting stock of the Corporation.

FIFTH. The number of directors of the Corporation shall be fixed by the By-laws and may be altered from time to time as may be provided therein, but in no event shall the number of directors of the Corporation be less than two.

SIXTH. The name and mailing address of the sole incorporator is Homer L. Harris, 53 Wall Street, New York, New York 10005.

SEVENTH. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, or repeal the By-laws of the Corporation.

EIGHTH. The Corporation shall, to the full extent permitted by Section 145 of the Delaware General Corporation Law, as amended from time to time, indemnify all persons whom it may indemnify pursuant thereto.

NINTH. The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purposes of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this thirtieth day of May, 1978.

Harold Rice Harris

Secretary of State
Business Services and Regulation
Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

AUTHORIZED IN [illegible]
JURISDICTION [illegible]
CONTROL NUMBER [illegible]
EXAMINER [illegible]
TELEPHONE [illegible]

MAILED TO:
CT CORPORATION SYSTEM/BARBARA CANNIZZO
1155 MARKET ST., STE 600
SAN FRANCISCO, CA 94103

STATEMENT OF WITHDRAWAL

I, MAX CLELAND, the Secretary of State and the Corporations Commissioner of the State of Georgia do hereby [illegible] under the seal of my office, that

"THE FLINTKOTE COMPANY [illegible]

a Corporation created under the laws of the [illegible] set forth above, and qualified to transact business on the [illegible] set forth above has filed a statement of withdrawal in the office of the Secretary of State and the fees therefor paid [illegible] provided by law, and that the authority of said corporation [illegible] business in Georgia is hereby terminated.

WITNESS, my hand and official seal in the [illegible] of Atlanta and the State of Georgia on the date set forth [illegible]

DATE: APRIL 28, 1987
FORM AE(3/87)

MAX CLELAND
SECRETARY OF STATE

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE

87119307

$15.00

FILE IN DUPLICATE

TO: MAX CLELAND
Secretary of State
Suite 306 — West Tower
2 Martin Luther King, Jr., Drive, S.E.
Atlanta, Georgia 30334

Fee: $15.00

835002
1-11-82

APPLICATION
FOR
WITHDRAWAL

Pursuant to Section 14-2-323 or Section 14-3-253, Official Code of Georgia Annotated.

The name of the corporation is:

The Flintkote Company

State of Incorporation: Delaware

The corporation is not transacting business in Georgia and hereby surrenders its authority to transact business in Georgia. It hereby revokes the authority of its registered agent in Georgia to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Georgia during the time the corporation was authorized to transact business therein may hereafter be made on the corporation by service thereof on the Secretary of State or his Agent.

The address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him is:

Four Embarcadero Center,		Suite 3800	
(Number)		(Street)	
San Francisco,	California		94111
(Po · Office)	(City)	(State)	(Zip Code)

The undersigned president (or vice-president) and secretary (or assistant secretary) of the corporation certify that the facts herein stated are correct and accurate, and that signing of this application shall have the same legal effects as if made under oath.

The Flintkote Company
(Name of Corporation)

by J. E. Hartz
(~~President~~ Vice President)
J. E. Hartz

and attested Carol Brummerstedt
(~~Secretary~~ or Assistant Secretary)
Carol Brummerstedt

APR 23 11 01 AM '87

Received: ____________

Filed: ____________

174
Rev. 7/83

(GA. - 2057 - 9/20/83)

Department of Revenue
Income Tax Division
Trinity-Washington Building
Atlanta, Georgia 30334

Marcus E. Collins, Sr.
Commissioner

John G. Carter
Director

April 14, 1987

Telephone Number:
(404) 656-4191

Person to Contact:
Rhonda Laws

TO WHOM IT MAY CONCERN:

This is to certify that The Flintkoke Company,

whose address is shown as 4 Embarcadero Center Suite 3800

San Francisco, California 94111

has filed all CORPORATE TAX RETURNS and NET WORTH TAX RETURNS due as of CLOSE OF BUSINESS April 14, 1987, and has paid all taxes shown thereon to be due.

Very truly yours,

Emily D. Pettit

Emily D. Pettit
Section Supervisor
Corporate Operations

This 14th day of April, 1987

Executed in the presence of

Rhonda D. Laws

Notary Public, Ge[illegible] State at Large
My Commission Expires Mar. 24, 1989

EDP/rdl