

CERTIFICATE

State of Oregon

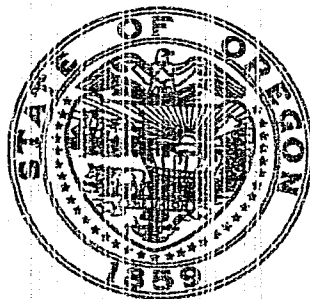
OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the
Articles of
Merger
filed on
November 1, 1993
for
TRENDWEST, INC.

merging with and into
JELD-WEN, INC.

is a true copy of the original document
that has been filed with this office.



In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

PHIL KEISLING, Secretary of State

By Debbie Virag
Debbie Virag
March 17, 1998

14332

Submit the Original
and One True Copy
to Be Required

STATE OF OREGON
CORPORATION DIVISION
150 12th Street NE
Salem, OR 97310

11/01/93 10:25AM 00086574

043
610.00

FILED

NOV - 1 1993

SECRETARY OF STATE

Survivor's
Entry Number:

015300 - 18
(if known)

ARTICLES OF MERGER
For Parent and One Owned Subsidiary
Without Shareholder Approval

PLEASE TYPE OR PRINT ENTIRELY IN BLACK INK

- Name of parent corporation: JELD-WEN, Inc.
- Name of subsidiary corporation: TRENDWEST, Inc. #161807-13
- Name of surviving corporation: JELD-WEN, Inc.
- A copy of the plan of merger setting forth the manner and basis of converting shares of the subsidiary into shares, obligations, or other securities of the parent corporation or any other corporation or into cash or other property is attached.
- Check the appropriate box and fill in any requested information:

☐ A copy of the plan of merger or a summary was mailed to each shareholder of record of the subsidiary corporation on or before _____, 19____.

☒ The mailing of a copy of the plan or a summary was waived by all outstanding shares.

Executions:

[Signature]
Signature

R C. Wendt
President
Printed Name

Title

Person to contact about this filing:

Douglas J. Kintzinger
Name

888-3451
Daytime Phone Number

11023021109 831.213

10.00

Submit the original and a true copy to the Corporation Division, 150 12th Street NE, Salem, Oregon 97310. There is no fee required. If you have questions, please call (503) 378-6166.

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11-1

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PLAN OF MERGER

OF

JELD-WEN, Inc., an Oregon corporation, and
TRENDWEST, Inc.

1. Merger: TRENDWEST, Inc., an Oregon corporation, herein called the "Merging Corporation", shall be merged into JELD-WEN, Inc., an Oregon corporation, herein called the "Surviving Corporation". The Surviving Corporation shall continue to be governed by the laws of the state of Oregon, but the corporate existence of the Merging Corporation shall cease forthwith upon the Effective Date.
2. Effective Date: This plan of merger shall become effective at the close of business on October 31, 1993, herein called the "Effective Date".
3. Authorized Capital: The authorized capital stock of the Surviving Corporation following the Effective Date shall be 5,000,000 shares of \$5 par value voting common stock.
4. Articles of Incorporation: The articles of incorporation shall be the articles of the Surviving Corporation following the Effective Date unless and until the same shall be amended or repealed in accordance with the provisions thereof or applicable law, which power to amend or repeal is hereby expressly reserved.
5. By-Laws: The by-laws shall be the by-laws of the Surviving Corporation following the Effective Date unless and until the same shall be amended or repealed in accordance with the provisions thereof or applicable law.
6. Retirement of Merging Corporation Stock: Forthwith upon the Effective Date all of the outstanding shares of capital stock of the Merging Corporation shall be retired and no shares or other securities of the Merging Corporation shall be issued or reissued in respect thereof.
7. Stated Capital of the Surviving Corporation: The stated capital of the Surviving Corporation, as affected by this merger, shall remain unchanged.
8. Book Entries: As of the Effective Date, entries shall be made upon the books of the Surviving Corporation in accordance with the following:
 - (a) The assets and liabilities of the Merging Corporation

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shall be recorded at the amount at which they are carried on the books of the Merging Corporation immediately prior to the Effective Date.

9. Directors. The names and post office addresses of the directors of the Surviving Corporation immediately following the Effective Date, who shall be five (5) in number, and who shall hold offices from the Effective Date until the next annual meeting of the shareholders of the Surviving Corporation and until their successors are elected and shall have qualified, are as follows:

R. L. Wendt	3250 Lakeport Boulevard P.O. Box 1329 Klamath Falls, OR 97601
L. V. Wetter	3250 Lakeport Boulevard P.O. Box 1329 Klamath Falls, OR 97601
W. B. Early	3250 Lakeport Boulevard P.O. Box 1329 Klamath Falls, OR 97601
T. H. Schnormeier	Commerce Drive Mt. Vernon, OH 43050
R. C. Wendt	3250 Lakeport Boulevard P.O. Box 1329 Klamath Falls, OR 97601

10. Officers: The names and post office addresses of the officers of the Surviving Corporation immediately following the Effective Date, who shall hold office from the Effective Date until their successors shall have been appointed and qualified, are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
R. L. Wendt	Chairman	3250 Lakeport Blvd. P.O. Box 1329 Klamath Falls, OR 97601
R. C. Wendt	President & Treasurer	3250 Lakeport Blvd. P.O. Box 1329 Klamath Falls, OR 97601
L. V. Wetter	Vice Chairman	3250 Lakeport Blvd. P.O. Box 1329 Klamath Falls, OR 97601

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W. B. Early	Senior Vice-President & Assistant Secretary	3250 Lakeport Blvd. P.O. Box 1329 Klamath Falls, OR 97601
T. H. Schnormaier	Senior Vice-President & Assistant Secretary	Commerce Drive Mt. Vernon, OH 43050
Doug Kintzinger	Secretary	3250 Lakeport Blvd. P.O. Box 1329 Klamath Falls, OR 97601

11. Vacancies: If, upon the Effective Date, a vacancy shall exist on the board of directors or in any of the offices of the Surviving Corporation, as the same are specified above, such vacancy shall be filled in the manner provided by law and by the by-laws of the Surviving Corporation.
12. Termination: This plan of merger may be terminated and abandoned by action of the board of directors of the Surviving Corporation at any time prior to the Effective Date, whether before or after approval by the board of directors and shareholders of the corporate parties hereto.

DATED this 31st day of October, 1993.

WELD-WEN, Inc.

by: *R. C. Wendt*

R. C. Wendt
President

(seal)

by: *Douglas P. Kintzinger*

Douglas P. Kintzinger
Secretary

TRENDWEST, Inc.

by: *Harold Derrah*

Harold Derrah
President

(seal)

by: *R. C. Wendt*

R. C. Wendt
Secretary

14336

After recording, return to: Jerry R. Fish, Steel Rives LLP, 900 SW Fifth Ave., Suite 2300,
Portland, OR 97204

Until a change is requested, all tax statements shall be sent to the following address:
JELD-WEN, INC., Real Estate Department, PO Box 1329, Klamath Falls, OR 97601

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Steel Rives LLP the 29th day
of April A.D., 19 98 at 2:04 o'clock P M., and duly recorded in Vol. 1498
of Misc./Articles of Inc. on Page 14331

FEE \$35.00

By Bernetha C. Jelsch County Clerk
Kathleen Rose