

State of Idaho

Department of State

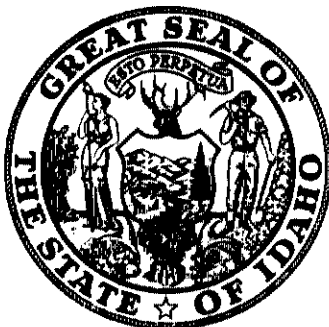
CERTIFICATE OF INCORPORATION OF

TETON MOUNTAIN GOODS INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 5, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By 

Articles of Incorporation

We, the undersigned, acting as incorporators of a corporation under the laws of the state of Idaho, adopt the following articles of incorporation for such corporation.

First The name of the corporation shall be Teton Mountain Goods Inc.

Second The period of its duration shall be perpetual.

Third The purpose or purposes for which the corporation is organized are to manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

Fourth The aggregate number of shares which the corporation shall have the authority to issue is 10,000. Shares are of common stock only and without par value.

Fifth Cumulative voting of shares of stock is authorized.

Sixth Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: Issuance and sale of additional shares must be approved by a majority vote of the Board of Directors.

Seventh Provisions for the regulation of the internal affairs of the corporation are: (1) Regulation of the internal affairs of the corporation are to be set forth in the bylaws of the corporation, or (2) as approved or amended by a 2/3 majority vote of the Board of Directors.

Eighth The address of the initial registered office in Idaho is PO Box 499, 225 N. Main St., Driggs, ID, 83422.

Ninth The name of the initial registered agent in Idaho is Richard L. Reese, PO Box 499, 225 N. Main St., Driggs, Id, 83422.

Tenth The number of directors constituting the initial Board of Directors of the corporation is one (1), and the names and addresses of the person(s) who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Richard Leland Reese Box 679 Driggs, ID 83422

Eleventh The name and address of each incorporator is as follows:

Richard Leland Reese Box 679 Driggs, ID 83422

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STATE OF IDAHO
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Date 2 Aug 1993

Signed [Signature]