

# State of Idaho

## Department of State

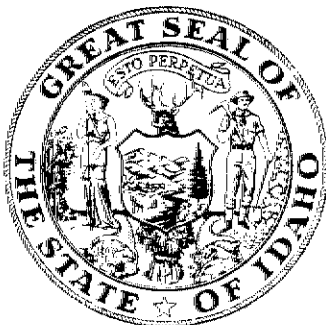
### CERTIFICATE OF DISSOLUTION OF

HOBIE OUTBACK, INC.  
File Number C 105719

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of HOBIE OUTBACK, INC., duly executed 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: April 15, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By \_\_\_\_\_

ARTICLES OF DISSOLUTION  
PURSUANT TO SECTION 30-1-92 OF THE  
IDAHO BUSINESS CORPORATION ACT

APR 15 12 51 PM '97

SEC. 30-1-92

OF

HOBIE OUTBACK, INC.

Pursuant to the provisions of Section 30-1-92 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation is HOBIE OUTBACK, INC.

SECOND: The names and addresses of the last officers and directors of the corporation and their respective offices are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Jeffrey L. Alter	502 N. 3rd Street McCall, ID 83638	President/Director
Laurie Alter	502 N. 3rd Street McCall, ID 83638	Secretary

THIRD: There are no known actual and no known potential creditors of the corporation, and, therefore, no notice in accordance with Section 30-1-87 of the Idaho Business Corporation Act is required.

FOURTH: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FIFTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with the provisions of the articles of incorporation, or if there is no provision then in proportion to their respective rights and interests.

SIXTH: There are no suits pending against the corporation in any court in respect

IDAHO SECRETARY OF STATE  
DATE 04/15/1997  
0900 83052 2  
CK #: 18678 CUST# 2105  
PROF DISSD 1@ 30.00= 30.00

ARTICLES OF DISSOLUTION - 1

# :

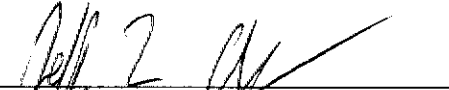
of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

SEVENTH: Duplicate originals of the written consents of shareholders to dissolve are annexed hereto and incorporated herein.

Dated this 28 day of February, 1997.

HOBIE OUTBACK, INC.

By

  
Jeffrey L. Alter, President

  
Laurie Alter, Secretary

HH:74227 v1

CONSENT OF SHAREHOLDERS  
TO VOLUNTARY DISSOLUTION

OF

HOBIE OUTBACK, INC.

I, the undersigned, being the sole shareholder of HOBIE OUTBACK, INC., hereinafter referred to as the "Corporation," pursuant to Idaho Code § 30-1-83, do hereby consent and agree to the dissolution of the Corporation and authorize the appropriate officers of the corporation to take any and all actions necessary to dissolve the Corporation on December 31, 1996.

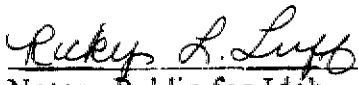
DATED December 31, 1996.

  
\_\_\_\_\_  
JEFFREY L. ALTER

STATE OF IDAHO )  
                          ) ss.  
County of Valley )

On this 31st day of December 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared JEFFREY L. ALTER, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

 12/31/96.  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Adams, Idaho  
Commission Expires 6/1/2000