

ORIGINAL

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01 MAY 21 AM 10:50
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

RUBY'S ROCKEM ORR STOCKEM SPORTING CLAY, INC.

IDAHO SECRETARY OF STATE
05/21/2001 09:00
C# 2346 CT: 29481 BH: 390298
FEE 100.00 = 100.00 CORP # 2

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act adopts the following articles of incorporation:

ARTICLE ONE

Corporate Name.

The name of the corporation is RUBY'S ROCKEM ORR STOCKEM SPORTING CLAY, INC.

ARTICLE TWO

Purpose.

The nature of the business and the objects and purpose to be transacted, promoted, and carried on by the Corporation are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do in any part of the world as follows:

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

To do all and everything necessary, suitable and proper for and incident to the accomplishment of the purposes enumerated above, and for the attainment of any of the

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objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is granted.

IN FURTHERANCE AND NOT IN LIMITATION Of the general powers conferred by the laws of the State of Idaho, and of the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, viz:

To borrow or loan money with or without security therefor; to issue promissory notes, bonds, debentures, mortgages, security agreements of all kinds, and other evidences of indebtedness.

To make, enter into and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, state or the federal government.

To have one or more offices to conduct its business and promote its objects within and without the State of Idaho, in other states and territories of the United States, or other countries, subject, however, to the laws and limitations of such state, territory or country; and to maintain divisions, branches, or companies under other names although wholly owned by this corporation.

To purchase or otherwise acquire lease, assign, mortgage, pledge or otherwise dispose of any trade names, trade marks, concessions, inventions, formulas, improvements, processes

of any nature whatsoever, copyrights and letters patent of the United States and foreign countries.

And to issue shares of the capital stock of this corporation in return for mining claims, patents, leases, subleases, assignments and reassignments, property, tangible and intangible, and for services actually rendered to the corporation; such shares to have preemptive rights.

ARTICLE THREE

Duration.

That the existence of the corporation is to be perpetual after its incorporation, unless sooner dissolved or disincorporated pursuant to law.

ARTICLE FOUR

Registered Office and Agent.

That the place where its principal business is to be transacted and the registered office of the corporation in this State shall be at 25 South Cutler, Sugar City, Idaho. The name of the corporation initial registered agent at such address is Jenny Orr.

ARTICLE FIVE

Authorized Stock

The total number of shares which the Corporation shall have the authority to issue is 1,000 shares with \$1.00 par value.

The stock of the Corporation is divided into 1,000 shares of a single class, each share having equal rights and each share having one (1) vote. All stock when fully paid for shall be non-assessable.

ARTICLE SIX

Additional Shares

The corporation shall have the power to adopt, by appropriate by-laws, a provision or provisions restricting the sale or transfer of shares of stock; provided that the same shall be in accordance with applicable laws.

ARTICLE SEVEN

Subscribed Stock

That the amount of the capital stock which has been actually subscribed and paid for is the sum of one hundred shares, and following are the names of the persons, their addresses and the number of shares by whom the same have been subscribed, to-wit:

| <u>Name of Subscriber</u> | <u>Address</u> | <u>No. of Shares</u> |
|---------------------------|--------------------------------------|----------------------|
| Robb Orr | 25 S. Cutler Sugar City, Id 83448 | 50 |
| Jenny Orr | 25 S. Cutler Sugar City, Id 83448 | 50 |

ARTICLE EIGHT

Management

That the management of this corporation shall be vested in a board of not less than two nor more than nine directors as may be fixed by the by-laws. The directors shall be elected at the annual meeting of the stockholders to be held at the general office of the corporation in said 25 S. Cutler, Sugar City, Idaho, unless at a different place designated by the board of

directors, at a time in each year, to be designated by the by-laws, and until such election, the directors of said corporation shall be:

| | | |
|-----------|--------------|----------------------|
| Robb Orr | 25 S. Cutler | Sugar City, Id 83448 |
| Jenny Orr | 25 S. Cutler | Sugar City, Id 83448 |

ARTICLE NINE

By-Laws

The By-Laws of this corporation may be adopted by the shareholders in the manner provided for by the laws of the State of Idaho.

ARTICLE TEN

Incorporators

The name and address of each incorporator is listed below:

Robb Orr
25 S. Cutler
Sugar City, Id 83448

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of May, 2001.



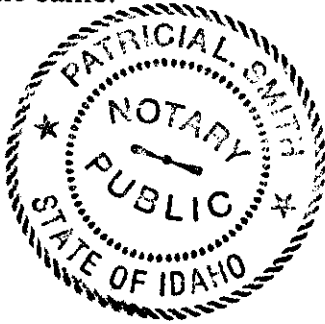
ROBB ORR

STATE OF IDAHO)

) SS.

County of Fremont)

On this 17 day of July, in the year 2001, before me a notary public for the State of Idaho, personally appeared ROBB ORR, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.



Patricia R. Smith
Notary Public for Idaho
Residing at: *St Anthony*
Commission Exp: *1-11-06*