

916204-9738

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GREAT OUTDOOR CLOTHING COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GREAT OUTDOOR CLOTHING COMPANY, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to GREAT OUTDOOR CLOTHING COMPANY, INC. to transact business in this State under the name GREAT OUTDOOR CLOTHING COMPANY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 03, 1991**



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Gavala
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho 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:

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1. The name of the corporation is Great Outdoor Clothing Co., Inc.

2. The name which it shall use in Idaho is Great Outdoor Clothing Company, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is 3/23/88 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

9600 Business Park Drive, suite 11 Truckee, Ca. 96161

6. The address to which correspondence should be addressed, if different from that in item 5.

same

7. The street address of its proposed registered office in Idaho is West 4430 Riverbend ave.,

Post Falls, Idaho 83854, and the name of its proposed

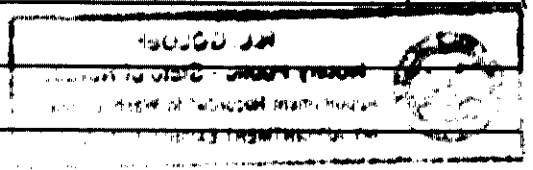
registered agent in Idaho at that address is Scott Schaibenger

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

retail sales clothing & accessories.

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

Name	Office	Address
<u>Stephen Meyers</u>	<u>President</u>	<u>9600 Business Pk. Dr. Truckee CA 96161</u>
<u>William Simon</u>	<u>Chairman</u>	<u>13-15 Yuen Shun Circuit, Shatin</u>
<u>David Koontz</u>	<u>Sec/Tres</u>	<u>New territories Hong Kong</u>
_____	_____	_____
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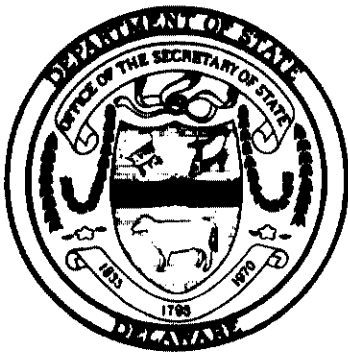


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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY GREAT OUTDOOR CLOTHING COMPANY, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3113365
DATE: 87/18/1991