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**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
STATE OF IDAHO

STRIP AND SELL, INC.

The undersigned, GEOFFREY HOPF, acting as incorporator of a corporation hereinafter referred to as the "Corporation" under the provisions of the Idaho Business Corporation Act, I.C.

§ 30-1-101 *et seq.*, adopts the following Articles of Incorporation.

ARTICLE I.

NAME

The name of the Corporation is STRIP AND SELL, INC., which shall be a general business corporation.

ARTICLE II.

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III.

PURPOSES AND POWERS

1. **PURPOSES:** The purpose of this Corporation is to engage in any lawful business activity.
2. To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Idaho.

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3. To have the capacity to act possessed by natural persons in the performance of such acts as are necessary or proper to accomplish its purposes and which are not repugnant to law.

4. Without limiting or enlarging the grant of authority contained in Paragraph 3 of Article III, it is hereby provided that such corporation shall have authority:

- a. To sue or be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;
- b. To have and use a corporate seal which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;
- c. To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;
- d. To purchase, receive, lease, or otherwise acquire, and own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property wherever located;
- e. To sell, convey, mortgage, pledge, lease, exchange, and otherwise dispose of all or any part of its property;
- f. To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

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- g. To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, which may be convertible into or include the option to purchase other securities of the corporation, and secure any of its obligations by mortgage or pledge of any of its property, franchises, or income;
- h. To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- i. To be a promoter, partner, member, associate or manager of any partnership, joint venture, trust or other entity;
- j. To conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state;
- k. To elect directors and appoint officers, employees, and agents of the corporation, define their duties, fix their compensation, and lend them money and credit;
- l. To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees and agents;
- m. To make donations for the public welfare or for charitable, scientific, or educational purposes;
- n. To transact any lawful business that will aid governmental policy;

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- o. To make payments or donations, or do any other act, not inconsistent with law, that furthers the business and affairs of the corporation.

5. The foregoing clauses shall be construed both as Purposes and Powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE IV.

BYLAWS

Provisions for the regulation of internal affairs of the Corporation shall be set forth in the corporation's Bylaws.

ARTICLE V.

DATA RESPECTING SHARES

The aggregate number of shares which the Corporation shall have authority to issue is one hundred (100) shares of common stock at \$1.00 par value per share. Such shares are the only class authorized. Transfer of all such shares are subject to restrictions as set forth in detail in the bylaws of the Corporation; also, a synopsis of such restrictions shall be set forth on the obverse side of all share certificates when and as they are issued.

ARTICLE VI.

REGISTERED AGENT

The name and physical address of the Corporation's initial registered agent is as follows:

Registered Agent: Jonathon D. Hallin, Esq.

Physical Address: 200 Park Street, McCall, Idaho 83638.

ARTICLE VII.

INITIAL OFFICE

The physical and mailing addresses of the Corporation's initial office is as follows:

Physical Address: 454 West Roseberry Road, Donnelly, Idaho 83615

Mailing Address: P.O. Box 2058, McCall, Idaho 83638

ARTICLE VIII

DATA RESPECTING INITIAL DIRECTORS/INCORPORATORS

There shall be two (2) directors initially. The names and mailing address of each of the initial directors/incorporators who will serve until their successors are selected and qualified are:

NAMEADDRESS

GEOFFREY HOPF

454 West Roseberry Road, Donnelly, Idaho 83615

ARTICLE IX.

BOARD OF SHAREHOLDERS

Pursuant to Section 30-1-732, Idaho Code, as presently enacted, the powers of the corporation shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders themselves, or the designated officers of the corporation as directed by the shareholders, without the creation or existence of a continuing Board of Directors; save for the initial director(s) named above, the shareholders themselves shall act and function collectively as would directors for all purposes and pursuant to all duties and obligations as otherwise set forth for directors in the Idaho Business Corporation Act.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation this 11 day of February, 2009.

STRIP AND SELL, INC.



GEOFFREY HOPP, Incorporator