

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

HALLMARK MANUFACTURING COMPANY, INC.

a corporation duly organized and existing under the laws of **Oregon** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twenty-fourth** day of **March**, 19 **65**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-fourth** day of **March**, 19 **65**, a designation of **B. W. Davis** in the County of **Bannock** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **24th** day of **March**, A.D. 19 **65**.

Secretary of State.



I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of
.....**HALLMARK MANUFACTURING COMPANY, INC.**.....

with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that**HALLMARK MANUFACTURING COMPANY, INC.**.....
is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.

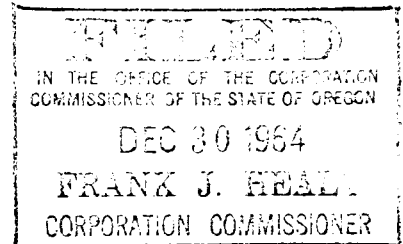
In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 16th day of February, 1965.

Frank J. Healy
Corporation Commissioner

By*Helen Kruger*.....
Chief Clerk



FILE NO. 74838



ARTICLES OF INCORPORATION
OF
HALLMARK MANUFACTURING COMPANY, INC.

I, the undersigned, a natural person of the age of twenty one years or more, acting as incorporator under the Oregon Business Corporation Act, adopt the following Articles of Incorporation.

ARTICLE I.

The name of this Corporation is HALLMARK MANUFACTURING COMPANY, INC., and its duration is perpetual.

ARTICLE II.

The purpose for which the corporation is organized is to manufacture, buy, sell, distribute and deal in women's and girls' wearing apparel.

ARTICLE III.

The aggregate number of shares which the corporation shall have authority to issue is Five Hundred (500) shares, without par value.

ARTICLE IV.

The corporation will not commence business until consideration of the value of One Thousand (\$1,000.00) Dollars or more has been received by it for the issuance of its shares.

ARTICLE V.

The address of the initial registered office of the corporation is 716 S. W. Morrison Street, Portland, Oregon, and the name of its initial registered agent is Robert Margolis.

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the corporation is three, Subject to their election at the first meeting of the shareholders, the following persons shall serve as Directors of the corporation until the first annual meeting of the shareholders or until their successors are elected and qualified:

Robert Margolis, 716 S. W. Morrison St., Portland, Ore.

Roberta Margolis, 716 S. W. Morrison St., Portland, Ore.

Frank Breall, 921 S. W. Broadway, Portland, Oregon.

ARTICLE VII.

The name and address of the incorporator is:

Joyce K. Piland, 717 S. W. 32nd Ave., Portland, Ore.

STATE OF OREGON)
County of Multnomah) ss.

I, Bernard Shevach, a Notary Public for Oregon, hereby certify that on the 29th day of December, 1964, personally appeared before me, JOYCE PILAND, who being by me first duly sworn, declared that she is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

Notary Public for Oregon
My commission expires: 4/28/65