

**Department of State.**

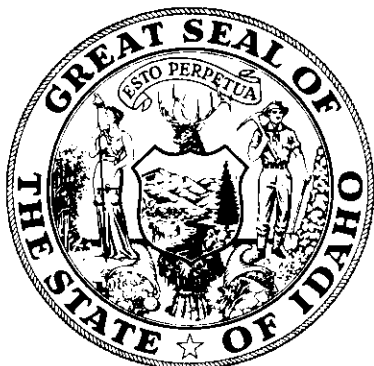
**CERTIFICATE OF AUTHORITY  
OF**

**THE COBBLER, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **THE COBBLER, 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 **THE COBBLER, INC.** to transact business in this State under the name **THE COBBLER, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **August 13**, 19 **81**.



*Pete T. Cenarrusa*

SECRETARY OF STATE

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

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. The undersigned hereby submits the following statement:

1. The name of the corporation is The Cobbler, Inc.
2. \*The name which it shall use in Idaho is The Cobbler, Inc.
3. It is incorporated under the laws of Wyoming.
4. The date of its incorporation is March 11, 1981 and the period of its duration is perpetually.
5. The address of its principal office in the state or country under the laws of which it is incorporated is P.O. Box 464, Afton, Wyoming 83110.
6. The street address of its proposed registered office in Idaho is 908 Washington,  
Montpelier, Idaho, and the name of its proposed registered agent in Idaho at that address is Geri Nelson.
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
To sell family shoes
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Noel Nelson</u>	<u>President</u>	<u>P.O. Box 464, Afton, Wyoming 83110</u>
<u>Geri Nelson</u>	<u>Secretary/Treasurer</u>	<u>P.O. Box 464, Afton, Wyoming 83110</u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000,000</u>	<u>Common</u>	<u>No Par</u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>121,000</u>	<u>Common</u>	<u>No Par</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated July 29, \_\_\_\_\_, 19 81.

By Noel N. Nelson

Its \_\_\_\_\_ President

and Geraldine Nelson

Its \_\_\_\_\_ Secretary

STATE OF WYOMING )  
 )ss:  
COUNTY OF LINCOLN )

I, Marie E. Gawthrop, a notary public, do hereby certify that on this 30th day of July, 19 81, personally appeared before me Noel N. Nelson & Geraldine Nelson, who being by me first duly sworn, declared that he is the President/Secretary of The Cobbler, Inc.

that he signed the foregoing document as President/Secretary of the corporation and that the statements therein contained are true.

10/24/82  
Marie E. Gawthrop  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

FILED

12:15 PM

ARTICLES OF INCORPORATION

MAR 11 1981

AUG 13 8 55 AM '81

THOMSON  
SECRETARY OF STATE

THE COBBLER, INC.

The undersigned, acting as incorporators under the Wyoming Business Corporation Act, adopt the following articles of incorporation for such corporation.

ARTICLE I

NAME

The name of the corporation shall be The Cobbler, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSES

The purpose of the corporation is to engage in any lawful act of activity for which a corporation may be organized under the general corporation law of Wyoming other than the banking business, the trust company business, or the practice of a profession to be incorporated by the Wyoming corporations code.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000) shares of one (1) class only, all with no par value.

ARTICLE V

COMMENCING BUSINESS

The corporation will not commence business until consideration of the value of at least Five Hundred Dollars (\$500.00) has been received for the issuance of shares.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office is P.O. Box 464, Afton, County of Lincoln, State of Wyoming, 83110. The corporation's initial registered agent at such address shall be Noel N. Nelson.

#312  
\$322.50

STATE OF WYOMING  
Secretary of State

I hereby certify that this is a true and complete copy of the record as filed in this office and admitted to record in File No. 178251

7/17/1981

BY Linda M. Nelson

ARTICLE VII

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The names of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Noel N. Nelson  
Geraldine Nelson

ARTICLE VIII

INCORPORATORS

The names of the incorporators are Noel N. Nelson, P.O. Box 464 Afton, Wyoming 83110 and Geraldine Nelson, P.O. Box 464, Afton, Wyoming 83110.

IN WITNESS WHEREOF we have executed these articles of incorporation in duplicate on March 6, 1981.

INCORPORATORS

Noel N. Nelson  
Noel N. Nelson

Geraldine Nelson  
Geraldine Nelson

ACKNOWLEDGEMENT

STATE OF WYOMING )  
COUNTY OF LINCOLN ) SS

On March 6, 1981, before me, Marie Gawthrop, a Notary Public in and for such state, personally appeared Noel N. Nelson and Geraldine Nelson known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Marie E. Gawthrop  
Marie E. Gawthrop  
Notary Public

My commission expires: 10/24/82