



CERTIFICATE OF INCORPORATION
OF

OLD WEST AUCTION & LIQUIDATION CO., INC.

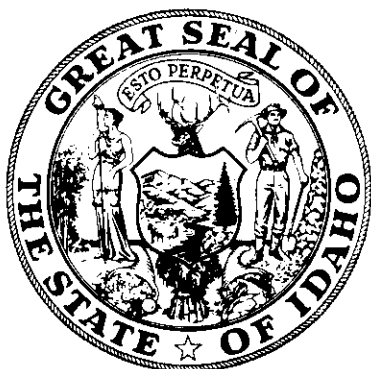
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

OLD WEST AUCTION & LIQUIDATION CO., INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **September 27, 1983**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF SEP 27 8 23 AM '83
OLD WEST AUCTION & LIQUIDATION CO., INC. STATE

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as incorporators under the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

SECTION 1:

The name of the Corporation is Old West Auction & Liquidation Co., Inc.

SECTION 2:

The period of its duration is perpetual.

SECTION 3: Corporate Purposes:

The nature of the business or purposes to be conducted or promoted are to engage in any lawful act or activity for which corporations may be organized under the laws of Idaho.

To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invest, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including but not limited to money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to mineral, oil, gas, and water rights,

all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

SECTION 4: Stock:

The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock at the par value of \$1.00 per share.

SECTION 5: Corporation Regulations:

The internal affairs of Old West Auction & Liquidation Co., Inc. shall be regulated by such by-laws as may be provided for the corporation and in addition shall be regulated in accordance with the provisions of the Idaho Business Corporation Act., Section 30-1-23-(a).

SECTION 6: Registered Office:

The address of the initial registered office of Old West Auction & Liquidation Co., Inc. is 144 Plateau, Pocatello, Idaho 83201, and the name of it's initial registered agent is Alfie Olafson.

SECTION 7: Corporate Directors:

The number of directors constituting the initial Board of Directors of Old West Auction & Liquidation Co., Inc. is two (2). These directors shall serve as directors of the corporation until the first annual meeting of the share holders or until their successors are elected and qualified.

The names and addresses of these directors are as follows:

ALFIE OLAFSON

VICKIE OLAFSON

144 Plateau

144 Plateau

Pocatello, ID 83201

Pocatello, ID 83201

DATED this 20th day of Sept, 1983.

Alfie Olafson

STATE OF IDAHO)
 SS
County of Bannock)

On this 20th day of Sept, 1983, before me, a Notary Public in and for said County and State, personally appeared ALFIE OLAFSON, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Wm E. Lawrence
NOTARY PUBLIC FOR IDAHO
Residing at: Pocatello, ID

(SEAL)