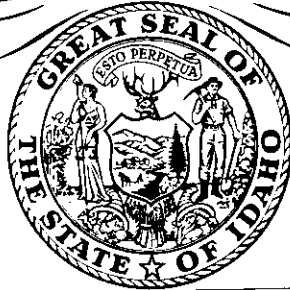


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

EBY'S, INC.

was filed in the office of the Secretary of State on the **twenty-fifth** day
of **October** A.D. One Thousand Nine Hundred **Sixty-two** and
duly recorded on Film No. **121** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Boise, in the County of **Ada.**

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 **25th** day of **October** ,
A.D., 1962 .

ARNOLD WILLIAMS
Secretary of State.

ARTICLES OF INCORPORATION

OF

IDAHO, INC.

I, CHARLES E. PETERSON, that is, the undersigned, all of whom are natural persons of full legal age, citizens of the United States, and bona fide residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a private, domestic corporation under and by virtue of the laws of the State of Idaho, and we do hereby certify and declare as follows, to-wit:

I.

The name of this corporation shall be: IDAHO, INC..

II.

The term of existence of this corporation shall be perpetual.

III.

The registered office of this corporation in the State of Idaho shall be located in the City of Boise, County of Ada, State of Idaho, and the Post Office address of such registered office shall be Boise, Ada County, State of Idaho.

IV.

The capital stock of this corporation shall be divided into twenty-five thousand (25,000) shares of common stock of the par value of one dollar (\$ 1.00) per share, and the same shall be issued fully paid and non-assessable common stock, with equal voting and other rights and powers.

V.

The board of directors of this corporation shall consist of not less than three members, nor more than seven, as fixed by the by-laws, and all of the powers of this corporation are hereby conferred upon such directors.

.1.

This corporation hereby reserves the right to amend, alter, change or repeal any provision of these Articles of Incorporation, in the manner now provided, or which may be hereinafter provided by law. And all rights, privileges and powers by these Articles of Incorporation are so conferred subject to this reservation.

Art.

This corporation proposes to engage in and carry on, and shall have the power to engage in and carry on, certain businesses and enterprises, and shall have and exercise certain powers and rights as follows:

1. To operate a general shoe repair and renewal business, and to act as agent for the same.
2. To buy and sell shoes, leather goods, canvas and plastic goods, and accessories of every type and description.
3. To buy and sell bowling balls and bowling equipment, and to provide for the plating and re-drilling of bowling balls, and to act as agent for the same.
4. To buy and sell bowling bags, bowling shoes, bowling gloves, and other bowling accessories.
5. To buy and sell general sporting goods, trophies and equipment.
6. To operate a general mercantile store and to buy and sell general merchandise of every kind and character, and to engage in a retail and wholesale business.
7. To operate a restaurant, cafe, or lunch counter; and to sell ice cream, candy, and other food specialties and bottled soft drinks.

4. To construct, erect, lease, operate and conduct mercantile stores, wholesale and retail, and any other buildings or structures and improvements in anywise appertaining thereto.

5. To act as agent, factor, broker, middle man, forwarder or in any other capacity for manufacturers or for dealers in goods, wares, products, commodities, merchandise of every kind and description, and to employ agents, brokers, salesmen, employees and servants for carrying on any business of the corporation, and to engage in and conduct any and all lines of mercantile business, either as principal or as agent for others, or on commission, consignment or otherwise.

10. To acquire, purchase, lease and hold all real and personal property for the purpose of such business, and to do all things necessary or convenient in connection therewith.

11. To carry on all or any of the business of manufacturers, merchants, wholesale and retail importers, exporters without limitation as to class of products and merchandise.

12. To issue shares of stock of this corporation for cash, other property, tax title or instalment, or necessary services actually rendered to the corporation, or for future services or for services to be actually rendered, or later done, for property or leases, options, territorial rights, sale rights, assignments or conveyances of any real or personal property to carry out the purpose of this corporation or for any combination of any of the foregoing, or for any of the purposes provided by the Laws of the State of Idaho.

13. To borrow and loan money in connection with the foregoing purposes with or without security therefor; to execute notes, bonds and all other obligations for money borrowed, property purchased or

otherwise acquired by this corporation, loans, bonds, or securities paid for and for this corporation, or any lawful purposes, and to secure the payment of the principal and interest of said notes, bonds or other obligations by mortgage, pledge, hypothecation, deed of trust, or otherwise of any or all property owned or which may be acquired by this corporation; and generally to transact and carry on any other business, and to exercise any other powers which may be necessary, proper or convenient to be carried on or exercised in connection with any of the foregoing purposes or incident thereto.

14. To buy, sell, lease, convey, own and operate manufacturing plants, processing plants, stores, warehouses, and distribution places and agencies for the sale and distribution of said products sold and handled by this corporation.

15. To enter into, make, perform and carry out contracts of every kind and nature, amount and character with any person, firm, partnership, association, concern or corporation.

16. To act as agent, dealers, commission men, brokers or representatives of corporations, firms, partnerships, concerns, or individuals, and to buy and sell, represent and handle their products and in connection with the business of this corporation.

17. To acquire, receive, hold, purchase, lease, dispose of, and/or convey real and personal property in the State of Idaho, or any other State of the United States.

18. To do any and all things which may be necessary or convenient to the attainment of the purposes of this corporation, or any of them, in so far as such acts are permitted to be done by a corporation or utilized under the laws of the State of Idaho.

19. To apply for, procure, and obtain by purchase or otherwise any and all kinds of letters, patents, trademarks, licenses and/o

plants, both foreign and domestic, for inventions, improvements, secret processes, designs, trademarks and labels useful or desirable in connection with the corporation's business and to exploit and develop any and all such inventions, improvements, trademarks, designs, plants and processes controlled in whole or in part by said corporation.

20. In furtherance, and not in limitation of the powers hereinbefore conferred upon this corporation, such corporation shall be further empowered to do all and singular any of these things; to perform any act and to engage in any business, enterprise, or transaction which may be necessary, profitable, desirable, suitable, or convenient in the exercise of any power or right herein provided for said corporation, or conferred upon it by the laws of the State of Idaho, or by the principles of the common law.

21. This corporation shall have the power to transact business, and to engage in the exercise of any power herein conferred upon it in any part of the United States of America, in the United Kingdom of Great Britain and Ireland, and all other countries of Europe or Asia, in any Republic of South or Central America, Mexico, or Africa, and in such other countries and places as the business of the company may require, subject to such limitations upon the exercise of this power specified in this, the twenty-first, paragraph of the enumeration of powers herein, which may be provided by the laws of the State of Idaho, or the laws of any other State, Country or place herein mentioned or referred to.

VIII.

The amount of capital stock actually subscribed is four (4) shares, which have been subscribed at their par value, and the following are the names and places of residence of each of the incorporators by whom said stock has been subscribed:

<u>Name</u>	<u>Residence</u>	<u>No. of Shares</u>	<u>Amount</u>
Malvin C. Eby	2251 Duane, Boise, Idaho.	1	1.00
Betty C. Eby	2251 Duane, Boise, Idaho.	1	1.00
Fred Furness	3607 Hollister Dr., Boise, Ida.	1	1.00
Dora Lucille Furness	3607 Hollister Dr., Boise, Ida.	1	1.00

THE ABOVE NAMED PERSONS OF THE COUNTY OF BOISE, STATE OF IDAHO, DO HEREBY CERTIFY.

That the undersigned, being all of the original subscribers to the capital stock of this corporation, do hereby adopt and file these Articles of Incorporation in accordance with the laws of the State of Idaho, and do hereby certify that the facts herein set forth are true, and do respectively agree each to take the number of shares of stock hereinbefore set forth opposite our respective names.

IN WITNESS WHEREOF, we have hereunto set our hands and seals to this instrument, executed in duplicate, this 25th day of September, 1962.

Malvin C. Eby
Fred Furness
Betty C. Eby
Dora Lucille Furness

COUNTY OF BOISE }
 State of Idaho } ss.

On this 25th day of September, 1962, before me, Thornton J. Hyman, a notary public in and for said State, personally appeared Fred C. Eby, Fred Furness, Betty C. Eby, and Dora Lucille Furness, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they 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.

Thornton J. Hyman
 Notary Public for Idaho
 Residence, Boise, Idaho
 My Commission Expires 9-12-63