

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

A STITCH IN TIME, INC.
File number C 107951

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 the above named corporation, 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: October 11, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anne S. S. S.*

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SEC. OF STATE

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ARTICLES OF INCORPORATION
OF
A STITCH IN TIME, INC.

IDaho SECRETARY OF STATE
19941011 0900 34023 2
EX #: 1419 CUST# 38039
CORP 100.00= 100.00

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

ARTICLE I

The name of the corporation is A STITCH IN TIME, INC.

ARTICLE II

The period of the corporation's duration is perpetual.

ARTICLE III

The purposes for which the corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to the retail sale of Sewing Machines, Sewing Supplies, Notions and Fabric.

ARTICLE IV

The total authorized number of par value shares of stock is One Hundred Thousand (100,000). The aggregate par value of the total authorized number of par value shares is Ten Thousand Dollars (\$10,000.00). There are no shares without par value.

ARTICLE V

The address of the initial registered office of the corporation is South 3615 Smith Road, Rathdrum, ID 83858. The name of its initial registered agent at such address is Joyce Simpson.

ARTICLES OF INCORPORATION:
A STITCH IN TIME, INC.

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ARTICLE VI

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


<u>Name</u>	<u>Address</u>
Linda Rush	1728 North 8th Street Coeur d'Alene, ID 83814 Post Office Box 2942 Hayden Lake, ID 83835
Joyce Simpson	South 3615 Smith Road Rathdrum, ID 83858


ARTICLE VII

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Linda Rush	1728 North 8th Street Coeur d'Alene, ID 83814 Post Office Box 2942 Hayden Lake, ID 83835
Joyce Simpson	South 3615 Smith Road Rathdrum, ID 83858

DATED this 6 day of October, 1994.


LINDA RUSH


JOYCE SIMPSON

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 6 day of October, 1994, before me, Theodore L. Rupp, the undersigned Notary Public, personally appeared Linda Rush and Joyce Simpson, known to me or identified to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Notary Public for Idaho
Residing at: Port Falls
Commission expires: 3 Nov 1998