

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

CONQUEST UNLIMITED, 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 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: July 31, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By

*Valerie Hunt*

JUL 31 11 23 AM '92  
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

CONQUEST UNLIMITED, INC.

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

FIRST: The name of the corporation is Conquest Unlimited, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including but not by way of limitation the purpose of owning and operating a HobbyTown USA franchise.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares with no par value.

FIFTH: The address of the initial registered office of the corporation is 1243 Shenandoah Dr., Boise, Idaho, 83712-7454, and the name of its initial registered agent at such address is Geoffrey A. Ewart.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until a successor is elected and shall qualify are:

ARTICLES OF INCORPORATION OF CONQUEST UNLIMITED

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| <u>NAME</u>       | <u>ADDRESS</u>                              |
|-------------------|---|
| Geoffrey A. Ewart | 1243 Shenandoah Dr.<br>Boise, ID 83712-7454 |
| Ruby L. Ewart     | 1243 Shenandoah Dr.<br>Boise, ID 83712-7454 |
| Ryland K. Ewart   | 1243 Shenandoah Dr.<br>Boise, ID 83712-7454 |

SEVENTH: The name and address of the incorporator is Geoffrey A. Ewart at the address described above.

EIGHTH: Amendment of the By-Laws of the corporation by the Board of Directors shall require majority approval of those directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

NINTH: The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

TENTH: The Aticles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

DATED this 30 day of July, 1992.

  
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GEOFFREY A. EWART

STATE OF IDAHO     )  
                              ) ss  
Count of Ada        )

I. Betty Lou Liscell, a notary public, do hereby certify that on this 31<sup>st</sup> day of July, 1992, personally appeared before me GEOFFREY A. EWART being by me first duly sworn, declared that he is the Incorporator of the corporation, and that the statements therein contained are true.

Betty Lou Liscell  
Notary Public for Idaho  
Residing at Boise, Idaho  
Commission Expires: