

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

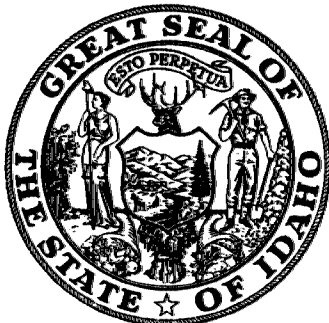
JOY OF SPECS, INC.

File number C 108327

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: November 17, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Herold*

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ARTICLES OF INCORPORATION

OF

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JOY OF SPECS, INC.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned natural person of lawful age and a citizen of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is JOY OF SPECS, INC.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 1,000. Such shares are to consist of one class only. The par value of each of such shares shall be \$1, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

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SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is Joy of Specs, Inc., River City Plaza, East 2600 Seltice Way, Suite "C", Post Falls, ID 83854.

The name of the corporation's initial registered agent at such address is Barbara L. Williams.

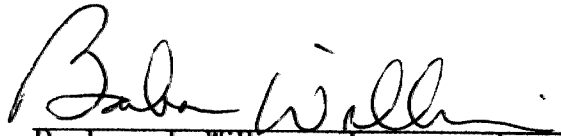
EIGHTH

The corporation will not have a board of directors.

NINTH

The name and address of the incorporator is
Barbara L. Williams, 2916 Mockingbird Drive, Sierra Vista, AZ 85635.

SIGNED this 14th day of November, 1994.


Barbara L. Williams, Incorporator