

ARTICLES OF INCORPORATION

OF

THE CLOTH SHOP, INC.

an Idaho Corporation

I

The name of this corporation is:

THE CLOTH SHOP, INC.

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The period of duration shall be perpetual.

III

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Idaho other than the banking business, the trust company business or the practice of a professional permitted to be incorporated by the Idaho Corporations Code.

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This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is One Hundred Thousand (100,000) at \$1.00 par value.

The name and address in the State of Idaho of this corporation's initial office and its agent for services of process is:

Initial office: 2304 Meadow Avenue, Caldwell, ID 83605

Agent : Cynthia A. Abbott, 2304 Meadow Avenue, Caldwell, ID 83605

VI

The number of directors constituting the initial board of directors is one (1). Her name and address is as follows:

Cynthia A. Abbott, 2304 Meadow Avenue, Caldwell, ID 83605

VII

The name and address of the corporation's incorporator is:

Cynthia A. Abbott, 2304 Meadow Avenue, Caldwell, ID 83605

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Dated this 2nd day of December, 1999, at Caldwell, Idaho.

Justia a. abbott.