

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

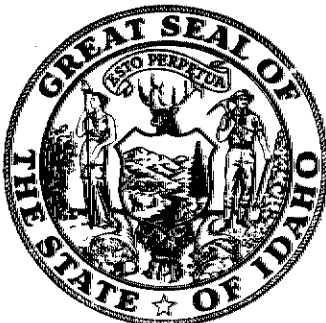
CLEARWATER ARCHERY, INC.

File number C 117695

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: January 3, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

JAN 3 8 28 AM '97
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
CLEARWATER ARCHERY, INC.

IDAHO SECRETARY OF STATE
DATE 01/03/1997 0900 51713
CK 6957 CUST# 2084
CORP 100.00= 100.00

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We, the undersigned, being all adult citizens of the United States of America, do hereby associate ourselves for the purpose of forming a corporation pursuant to Chapter 3 of Title 30, Idaho Code, and we do hereby adopt and certify the following Articles of Incorporation, to wit:

ARTICLE I

The name of this corporation shall be "CLEARWATER ARCHERY, INC."

ARTICLE II

The term of existence of this corporation shall be perpetual.

ARTICLE III

The purposes for which this corporation is organized are the transactions of any and all lawful businesses for which corporations may be incorporated under Chapter 1 of Title 30, Idaho Code.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is Five Thousand (5,000); the shares shall consist of one (1) class only; the par value of each share shall be the sum of Ten Dollars (\$10.00); the total authorized capital stock of the corporation is the sum of Fifty Thousand Dollars (\$50,000.00). The stock of this corporation shall be nonassessible.

ARTICLE V

The address of the initial registered office of the corporation

is 2980 Rudo Road, Orofino, Idaho 83544. The name of the initial registered agent of the corporation at the initial registered office of the corporation is John D. Powers, Sr.

ARTICLE VI

The corporation shall have three (3) directors except in the event that all of the shares of the corporation are owned beneficially and of record by fewer than three (3) shareholders in which event the number of directors may be fewer than three (3) but not fewer than the number of shareholders.

The initial Board of Directors shall consist of two (2) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of the shareholders and until their successors be elected and qualified are:

Name	Address	Shares
John D. Powers, Sr.	2980 Rudo Road Orofino, ID 83544	(1)
Donita K. Powers	2980 Rudo Road Orofino, ID 83544	(1)

ARTICLE VII

The name and address of each incorporator is:

John D. Powers, Sr.	2980 Rudo Road	Orofino, Idaho 83544
Donita K. Powers	2980 Rudo Road	Orofino, Idaho 83544

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals this 30 day of December, 1996.


John D. Powers, Sr.


Donita K. Powers


STATE OF IDAHO

County of Clearwater

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) ss.
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On this 30 day of December, 1996, before me, the undersigned notary public in and for the State of Idaho, personally appeared John D. Powers, Sr., and Donita K. Powers, known to me to be the persons whose names are subscribed to the within and foregoing 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 written above.



Notary Public in and for
the State of Idaho,
residing at Orofino,
Idaho.