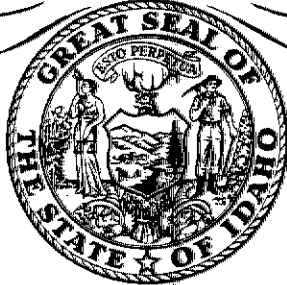


# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

HUSKY SPORT SHOP, INC.

was filed in the office of the Secretary of State on the 20th day of May A.D., One Thousand Nine Hundred Seventy and will be duly recorded on ~~File No.~~ microfilm of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for Perpetual Existence from the date hereof, with its registered office in this State located at Moscow, Idaho in the County of Latah

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 20th day of May, A.D., 19 70

Pete T. Cenarrusa  
Secretary of State.

Corporation Clerk.

## ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age, citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to Chapter 1 of Title 30 of the Idaho Code, and we do hereby certify as follows:

### ARTICLE ONE (Name)

The name of this corporation shall be HUSKY SPORT SHOP, INC.

### ARTICLE TWO

The purpose for which said corporation is formed shall include, but not be limited to as follows:

1. To buy, sell, exchange, let for hire, and deal in, at wholesale or retail and as principal or agent, firearms and their appurtenances; ammunitions; fishing rods, tackle, and bait; boats and canoes; snowshoes; skates; sleds; electrical goods; cutlery; compasses; tents; decoys; blankets; footwear, headwear, clothing; supplies, goods and equipment of all kinds for hunters, dog owners, trap and target shooters, campers, fishermen, explores, prospectors, timber cruisers, lumbermen, surveyors and engineers; for golf, croquet, tennis, baseball, football, basketball, hockey and polo players, athletes, yachtesmen, canoeists, swimmers, archers, trappers, campers, motorists, travelers, and for all persons pursuing out-of-door sports, recreations, or callings of any kind.

2. To manufacture, purchase, deal in, and sell general sporting goods, athletic and gymnasium apparatus, devices and supplies of every description, firearms and fishing tackle, and all articles relating thereto, all outdoor and indoor games, outing

clothing, and all articles of things to be used in, about, for and relating to outdoor and indoor games, amusements, and entertainments of every character, bicycles, tricycles, and other velocipedes and vehicles, and the various parts and devices to be used in the construction thereof, and all articles, devices, and things to be used in connection therewith and pertaining thereto, and supplies of every kind therefore; and to print, bind, publish, purchase, deal in, sell, and distribute books, pamphlets, periodicals, and publications of every kind.

3. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the valuation of its property.

4. To contract and hire labor necessary and convenient to conducting an operation of said business.

5. Doing any and all things regularly, necessarily, properly or incidentally done or to be done in conduct of any or all of the foregoing business.

6. To have all of the corporate capacity and corporate authority contained in Section 30-114 Idaho Code.

To carry out such purposes, such corporation shall have the following enumerated powers, which enumerated powers shall not be exclusive, but such corporation shall have all other lawful powers not inconsistent therewith, to-wit:

A. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real and/or personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of, deal in shares,

bonds, securities and debentures and other evidences of indebtedness and other corporations, domestic or foreign.

B. In the purchase or acquisition of property, business rights, or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt and to raise, borrow, and secure the payment of money in any lawful manner, including the issue and sale, or other disposition, of bonds, debentures, obligations, negotiable and transfer instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, trust receipt, conditional sales contract or otherwise.

C. To use and apply to surplus earnings or cumulative profits to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms, as its Board of Directors shall determine.

D. To appoint such officers, employees and agents as the business of the corporation may require, and to allow them compensation.

E. To make by-laws not inconsistent with any existing law for the managements of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

F. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs or for the purposes of the corporation.

G. To acquire and own the stock, bonds and securities of other corporations, and while owning the same, to exercise all of the privileges of ownership consistent with the corporate character of this company and to acquire the stock of this corporation insofar as the same is not prohibited by the laws of the State of Idaho.

H. To invest surplus funds from time to time at the discretion of the Board of Directors of the corporation.

I. To do any and all things convenient and incidental to the purposes herein expressed and generally to have and exercise all such powers as are by law conferred on corporations of like character, and without any particular limiting any of the objects or purposes or powers of the corporation, the business and purposes of the corporation shall be from time to time to do any one or more of all of the acts and things herein set forth and all such other acts, things and business in any manner connected therewith, directly or indirectly to promote the interests of the corporation may lawfully do and in carrying on its business or for the purposes of attaining any of its objects, to do any and all things and exercise any and all other powers not prohibited by and either as or by or through principals, agents, attorneys, trustees, contractors, factors, lessees or otherwise, either alone or in connection with others. In general to do or perform every act which shall be consistent with the purposes of this corporation.

J. The private property of the stockholders shall not be subject to payment of corporate debts to any extent whatever.

K. To advance, lend money, give credit to its customers or any persons having dealings with the corporation, its officers, directors and stockholders with or without security.

L. The number of directors of this corporation shall be not less than three (3), nor more than seven (7), that the number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors and officers shall be such as are prescribed by the by-laws of the corporation, that the names of the first directors who shall hold office and manage the affairs of the corporation for a period of one (1) year after its incorporation are as follows:

Wynne Douglas Gibler

1107 E. 6th St., Moscow, Idaho

Darrell R. Tonn

1016 S. Hayes, Moscow, Idaho

Robert S. Williams

P. O. Box 72, Moscow, Idaho

M. A director shall be fully protected in relying in good faith upon the books of account of the corporation, or upon statements prepared by any of its officials, as to the value and amount of the assets, liabilities and net profits of the corporation, or as to any other facts pertinent to the existence and amount of surplus or other funds from which dividends might properly be declared and paid.

N. The corporation may receive in payment, in whole or in part any shares of its stock issued or sold by it in cash, labor done, personal property or real property or leases thereof; and in the absence of actual fraud in the transaction; the judgment of the directors of the corporation as the value of the labor, property, real estate or leases so received shall be conclusive.

ARTICLE THREE  
(Duration)

This corporation shall have a perpetual existence.

ARTICLE FOUR  
(Registered Office)

The location and post office address of the registered office in this State and the principal place of business shall be P. O. Box 297, Moscow, Idaho.

ARTICLE FIVE  
(Stock)

This corporation is authorized to issue one class of shares of stock, the total number of which is twenty-five thousand (25,000) with a par value of One Dollar (\$1.00), the aggregate par value is Twenty-five Thousand Dollars (\$25,000.00) which stock may be issued by the corporation from time to time as determined by the Board of Directors hereof.

Each share of common stock shall have one (1) vote and cumulative voting rights for directors. Shares of stock of this corporation shall not be subject to assessment.

ARTICLE SIX  
(Subscribers)

The name and address of each of the incorporators and the number of shares of stock described in Article Five subscribed by each are as follows:

Wynne Douglas Gibler	1107 E. 6th, Moscow, Idaho	5000 Shares
Darrell R. Tonn	1016 S. Hayes, Moscow, Idaho	5000 Shares
Robert S. Williams	P. O. Box 72, Moscow, Idaho	1 Share

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner, now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 18<sup>th</sup> day of May, 1970.

Wynne Douglas Gibler  
Darrell R. Tonn  
Robert S. Williams

STATE OF IDAHO )  
                  ) ss.  
County of Latah )

On this 18<sup>th</sup> day of May, 1970, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared WYNNE DOUGLAS GIBLER, DARRELL R. TONN, and ROBERT S. WILLIAMS, personally known to me to be the persons whose names are subscribed

to the within instrument and duly acknowledged to me that they executed the same.

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

(SEAL)

*James A. Hubbard*  
NOTARY PUBLIC in and for the State  
of Idaho, Residing at Moscow, Idaho.