



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

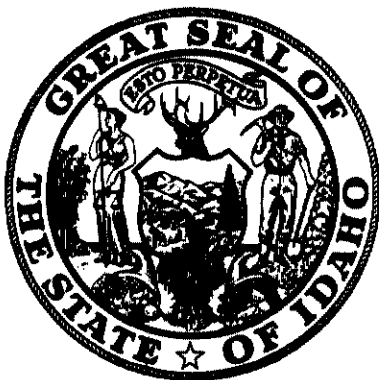
SKOOKUM JOE'S, INC.

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:

March 29, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

MAY 29 3 48 PM '91
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
SKOOKUM JOE'S, INC.**

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following articles of incorporation:

**ARTICLE I.
NAME OF THE CORPORATION**

The name of the corporation is SKOOKUM JOE'S, INC. ("Corporation").

**ARTICLE II.
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III.
PURPOSES OF THE CORPORATION**

The Corporation is organized for the following purposes:

1. To manufacture clothing.
2. To do any acts and perform any business permitted by the Idaho Business Corporation

Act.

**ARTICLE IV.
SHARES**

The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

<u>Class</u>	<u>Number</u>	<u>Par Value Per Share</u>
Common	1,000	\$1.00

**ARTICLE V.
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is Chandler, Dillion & Allyn, Chartered, 325 W. Idaho St., Boise, Idaho 83702, and the name of its initial registered agent at such address is Allan R. Bosch.

**ARTICLE VI.
INITIAL BOARD OF DIRECTORS**

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 the Initial Directors are:

NAME	ADDRESS
Larry Fields	3644 Rampart Street Boise, Idaho 83704
Naomi Fields	3644 Rampart Street Boise, Idaho 83704
Joel Kifer	1910 North 16th Street Boise, Idaho 83702

**ARTICLE VII.
INCORPORATOR**

The name and address of the incorporator is:

NAME

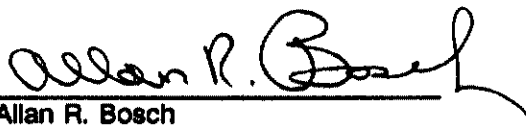
Allan R. Bosch

ADDRESS

325 West Idaho Street
Boise, Idaho 83702

SIGNATURE OF INCORPORATOR

Dated: March 29, 1991


Allan R. Bosch