

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

TUXGEAR, INC.

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2007 JUN 27 PM 3:42

SECRETARY OF STATE  
STATE OF IDAHO

1. Name. The name of the corporation is TUXGEAR, INC..
2. Authorized Shares. The aggregate number of shares the corporation is authorized to issue shall be 1000, all of which shall be common voting stock.
3. Registered Office and Agent. The registered office of the corporation is 1997 W. Apgar Creek, Meridian, Idaho, 83646, and its registered agent at that address is Greg Seeberger.
4. Incorporator. The names of the incorporators are Greg Seeberger and Sandy Seeberger, and the incorporators' address is 1997 W. Apgar Creek, Meridian, Idaho, 83646.
5. Corporate Purpose. The purpose for which this corporation is organized is online sales of formal wear and the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
6. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under Section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be Two (2). The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the Bylaws, but the number thereof shall never be fewer than Two (2). Directors need not be residents of the State of Idaho or shareholders of the corporation.
7. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.
8. Preemptive Rights. The corporation elects to have preemptive rights.
9. Indemnification. The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

TUXGEAR, INC., ARTICLES OF INCORPORATION

IDAHO SECRETARY OF STATE  
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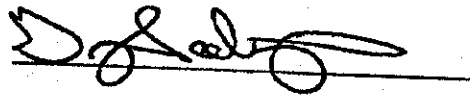
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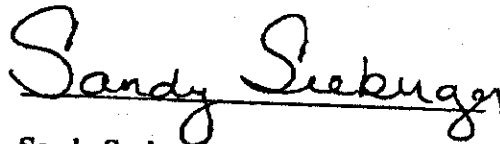
10. Special Meeting. Special meeting of shareholders shall be held on (i) on call of the corporation's board or directors; or (ii) if the holders of at least twenty-five percent (25%) of all the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the corporation one or more written demands for the meeting describing the purpose(s) for which the meeting is to be held.

A written demand for a special meeting may be revoked by a writing received by the corporation prior to the receipt by the corporation of demands sufficient in number to require the holding of a special meeting.

In witness whereof, we have subscribed these Articles of Incorporation this 21 day of June, 2007.



Greg Seeberger, Incorporator



Sandy Seeberger, Incorporator