

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MOO CYCLES, INC.
File number C 108210

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: November 3, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

Nov 3 4 49 PM '94

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
MOO CYCLES, INC.,

IDaho SECRETARY OF STATE
19941104 0900 39865 2
CK #: 15314 CUST# 2854
CORP
100.00= 100.00

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THE UNDERSIGNED, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation shall be Moo Cycles, Inc.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purpose for which this corporation is formed shall be the transaction of any and all lawful businesses for which corporations may be incorporated under the Idaho law.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of par value of \$10.00 each. The shares shall consist of one class only.

ARTICLE V.

Provisions for regulations of the internal affairs of the corporation are: None.

ARTICLE VI.

The address of the initial registered office of the corporation is 502 N. 3rd Street, #198, McCall, Idaho 83638 and the name of its initial registered agent at such address is Phil Feinberg.

ARTICLE VII.

The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the two (2) persons who shall serve as directors are:

<u>NAME</u>	<u>ADDRESS</u>
Phil Feinberg	502 N. 3rd Street, #198 McCall, Idaho 83638
Susan Randle	502 N. 3rd Street, #198 McCall, Idaho 83638

ARTICLE VIII.

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Phil Feinberg	502 N. 3rd Street, #198 McCall, Idaho 83638
• Susan Randle	502 N. 3rd Street, #198 McCall, Idaho 83638

We, the undersigned, being the original incorporators herein before named for the purpose of forming a profit corporation to operate within the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 24 day of October, 1994.



Phil Feinberg

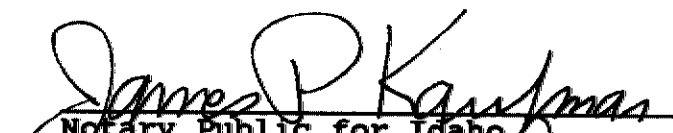


Susan Randle

STATE OF IDAHO)
) ss:
COUNTY OF ADA)

On this 24 day of October, 1994, before me, the undersigned, a Notary Public in and for said state, personally appeared PHIL FEINBERG, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he 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 above written.


Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 22 Apr 98

STATE OF IDAHO)
) ss:
COUNTY OF ADA)

On this 24 day of October, 1994, before me, the undersigned, a Notary Public in and for said state, personally appeared SUSAN RANDLE, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that she 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 above written.


Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 22 Apr 98