

State of Idaho

Department of State

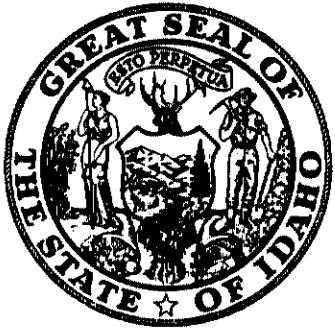
CERTIFICATE OF INCORPORATION OF

SURF'S UP, INCORPORATED

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: December 31, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By Valerie Taylor

RECEIVED
SEC. OF STATE
ARTICLES OF INCORPORATION
92 DEC 31 AM 8:55
OF
SUND'S UP, INCORPORATED

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act (Idaho Code §30-1-1 et seq) adopt the following Articles of Incorporation for such corporation:

I. NAME

The name of the corporation is SURF'S UP, INCORPORATED.

II. DURATION

The period of its duration is perpetual.

III. PURPOSES

The purposes for which this corporation is organized to market and sell snowboards, skateboards, bicycles, rollerblades and all types of sports equipment; and to transact any other lawful business for which corporations may be incorporated under this act.

IV. STOCK

The aggregate number of shares which this corporation shall have the authority to issue is ONE HUNDRED THOUSAND (100,000) shares common voting stock at \$10.00 per share par value.

V. PRINCIPAL PLACE OF BUSINESS
AND REGISTERED AGENT

The address of the initial registered office of the corporation is 285 Randolph, Pocatello, Idaho 83201, and the name of its initial registered agent at such address is Charles Thomas Hale.

VI. INITIAL 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 directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Charles Thomas Hale	285 Randolph Pocatello, Idaho 83201
Eddie Anita Bensen Hale	285 Randolph Pocatello, Idaho 83201
Darren Jon Bollinger	229 Rapid Creek Inkom, Idaho 83245

VII. INCORPORATORS

The names and addresses of the incorporators are:

Charles Thomas Hale	285 Randolph Pocatello, Idaho 83201
Eddie Anita Bensen Hale	285 Randolph Pocatello, Idaho 83201
Darren Jon Bollinger	229 Rapid Creek Inkom, Idaho 83245

VIII. NO PERSONAL LIABILITY

There shall be no personal liability for any incorporator, director or other employee or agent of the corporation for any action of the corporation under Idaho law, including Idaho Code §30-1-54(2).

IX. BYLAWS

The provisions for operation of the corporation shall be established in the Corporate Bylaws.

WHEREFORE, these incorporators hereby incorporate and file the
Articles of Incorporation for Surf's Up, Inc.

DATED this 30th day of November, 1992.

Charles Thomas Hale
Charles Thomas Hale

Eddie Anita Benson Hale
Eddie Anita Benson Hale

Darren Jon Bollinger
Darren Jon Bollinger

STATE OF IDAHO)
) ss.
County of Bannock)

On this 30th day of November, in the year 1992, before me, a
Notary Public of said State, personally appeared CHARLES THOMAS
HALE, EDDIE ANITA BENSON HALE and DARREN JON BOLLINGER, known or
identified to me to be the persons whose names are subscribed to
the within instrument, and being by me first duly sworn, declared
that the statements therein are true, and acknowledged to me that
they executed the same.

(SEAL)

L Charles Johnson
NOTARY PUBLIC FOR IDAHO
Residing at Pocatello
My commission expires: May 1994