

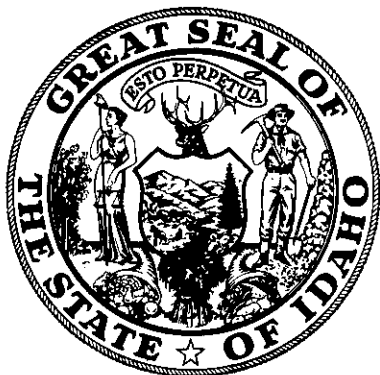
**CERTIFICATE OF INCORPORATION
OF**

NORTH COUNTRY COTTAGE, 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: February 3, 1986



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
NORTH COUNTRY COTTAGE, INC.

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is NORTH COUNTRY COTTAGE, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to sell cottage-crafted products to the public together with the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate amount of shares which the corporation shall have the authority to issue is Fifty Thousand (50,000) all of one class, One Dollar (\$1.00) par value.

FIFTH: Provisions denying preemptive rights are:
NONE.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH: The address of the initial registered office of the corporation is P.O. Box 363, St. Maries, Idaho, and located one-fourth (1/4) mile West of State Highway 3 approximately eight and one-half (8 1/2) miles North of St. Maries, Idaho, and the name of its initial registered agent at such address is Dolly May Hartman.

EIGHTH: 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:

NAME:

ADDRESS:

Dolly May Hartman

Route 2, Box 116
St. Maries, Idaho 83861

Eleanor J. McDaniel

521 Keith
Missoula, Montana 59801

Helen Mengelkamp

3085 Palouse River Drive
Moscow, Idaho 83843

NINTH: The name and address of each incorporator is:

NAME:

ADDRESS

Dolly May Hartman

Route 2, Box 116
St. Maries, Idaho 83861

Eleanor J. McDaniel

521 Keith
Missoula, Montana 59801

Helen Mengelkamp

3085 Palouse River Drive
Moscow, Idaho 83843

DATED this 9th day of January, 1986.

Dolly May Hartman
DOLLY MAY HARTMAN

Eleanor J. McDaniel
ELEANOR J. MCDANIEL

Helen Mengelkamp
HELEN MENGELKAMP

STATE OF IDAHO)
) ss.
County of Benewah)

On this 9th day of January, 1986, before me, the
undersigned, a notary public in and for the State of Idaho,
personally appeared DOLLY MAY HARTMAN, known or identified
to me to be the person whose name is subscribed to the
within instrument and acknowledged to me that she executed
the same.

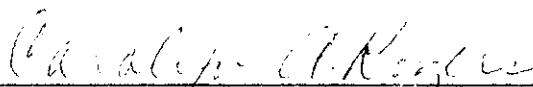
IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

Lucinda L. Martin
Notary Public in and for Idaho
Residing at: St. Maries, Idaho
Commission expires: 6/27/87

STATE OF MONTANA)
) ss.
County of Missoula)

On this 27th day of January, 1986, before me, the undersigned, a notary public in and for the State of Montana, personally appeared ELEANOR J. MCDANIEL, known or identified to me to be the person whose name is subscribed to the within instrument 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 in and for Montana
Residing at: Missoula, Montana
Commission expires: 1-31-86

STATE OF IDAHO)
) ss.
County of Latah)

On this 9th day of January, 1986, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared HELEN MENGELKAMP, known or identified to me to be the person whose name is subscribed to the within instrument 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 in and for Idaho
Residing at: Moscow, Idaho
Commission expires: