

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

ULTIMATE DIRECTION, 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: *August 15, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

of

ULTIMATE DIRECTION, INC.

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The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

ULTIMATE DIRECTION, INC.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of developing, manufacturing and marketing torso packs, other packs, book bags, ski holders, ski pole holders, and other sporting goods and fabric carrying cases, and any other products and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 1,000 shares, all of one class, for a par value of \$100 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation are:

Gordon S. Thatcher  
239 Mohawk Ave.  
Rexburg, ID 83440

6. Directors.

The initial Board of Directors shall consist of four directors whose names and addresses are as follows:


<u>Name</u>	<u>Address</u>
G. Bryce Thatcher (President)	387 N. 200 E. #8 Provo, UT 84601
Beth P. Thatcher (Vice Pres.)	239 Mohawk Ave. Rexburg, ID 83440
Gordon S. Thatcher (Secretary)	239 Mohawk Ave. Rexburg, ID 83440
Suzette S. Thatcher (Treasurer)	387 N. 200 E. #8 Provo, UT 84601

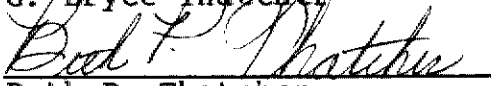
7. Incorporators.

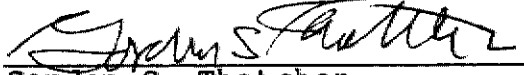
The names and addresses of the incorporators:

<u>Name</u>	<u>Address</u>
G. Bryce Thatcher	387 N. 200 E. #8 Provo, UT 84601
Beth P. Thatcher	239 Mohawk Ave. Rexburg, ID 83440
Gordon S. Thatcher	239 Mohawk Ave. Rexburg, ID 83440
Suzette S. Thatcher	387 N. 200 E. #8 Provo, UT 84601

DATED this 11th day of August, 1986.

  
\_\_\_\_\_  
G. Bryce Thatcher

  
\_\_\_\_\_  
Beth P. Thatcher

  
\_\_\_\_\_  
Gordon S. Thatcher

Suzette S. Thatcher  
Suzette S. Thatcher

STATE OF UTAH,            )  
                                  ss.  
County of Utah            )

On this 12th day of August, 1986, before me, the undersigned a notary Public in and for said State, personally appeared G. BRYCE THATCHER and SUZETTE S. THATCHER, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they 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.

Charles J. Larson  
Notary Public for Utah  
Residing at: A-41 ASB, Provo, UT  
My Commission Expires: Mar. 1989

STATE OF IDAHO,            )  
                                  ss.  
County of Madison        )

On this 11th day of August, 1986, before me, the undersigned a notary Public in and for said State, personally appeared GORDON S. THATCHER and BETH P. THATCHER, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they 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.

Fortis Jenkins  
Notary Public for Idaho  
Residing at: Ashton, ID  
My Commission Expires: 7/15/91