

CERTIFICATE OF INCORPORATION **OF**

WESTERN PLEASURE, 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:

July 05, 1991



SECRETARY OF STATE

RECEIVED SEC. OF STATE

ARTICLES OF INCORPORATION JUL 5 AM 8 55

OF

WESTERN PLEASURE, INC.

ARTICLE I.

The name of the Corporation shall be WESTERN PLEASURE, INC ..

ARTICLE II.

The period of duration shall be perpetual.

ARTICLE III.

The purposes for which the Corporation is organized shall be conducting the business of horse-related activities and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV.

The aggregate number of shares of which the Corporation shall have authority to issue shall be one thousand (1,000) shares of common stock, the par value of which shall be \$100.00 per share.

ARTICLE V.

The internal affairs of the Corporation shall be governed by the duly adopted bylaws of the Corporation.

ARTICLE VI.

The address of the Corporation's initial registered office shall be 2050 East Selle Road, Sandpoint, Idaho 83864, with a mailing address of 2050 East Selle Road, Sandpoint, Idaho 83864;

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COOKE, LAMANNA, SMITH & COGSWELL

CHARTERED
ATTORNEYS AT LAW
P. O. BOX C
SANDPOINT, IDAMO 83864
TELEPHONE NO. 263-3115

the name of the Corporation's initial registered agent at such address is Roley D. Schoonover.

ARTICLE VII.

The number of directors constituting the initial Board of Directors shall be two (2); the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors be elected and qualified, are Roley D. Schoonover, 2050 East Selle Road, Sandpoint, Idaho 83864; and, Janice K. Schoonover, 2050 East Selle Road, Sandpoint, Idaho 83864.

ARTICLE VIII.

The name and address of the incorporator are as follows: Roley D. Schoonover, 2050 East Selle Road, Sandpoint, Idaho 83864.

DATED: July 3, 1991.

WESTERN PLEASURE, INC.

BY:

Roley D. Schoonover, Initial Incorporator

COOKE, LAMANNA. SMITH & COGSWELL CHARTEREO ATTORNEYS AT LAW P 0.80X C

SANDPOINT, IDAHO 63864 TELEPHONE NO 263-3115

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STATE OF IDAHO) ss County of Bonner)

On this _____ day of July, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared ROLEY D. SCHOONOVER, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

Notary Public - State of Idaho Residing at Sandpoint therein. My commission expires: 7-30-73.

COOKE, LAMANNA, SMITH & COGSWELL CHARTERED

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