



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

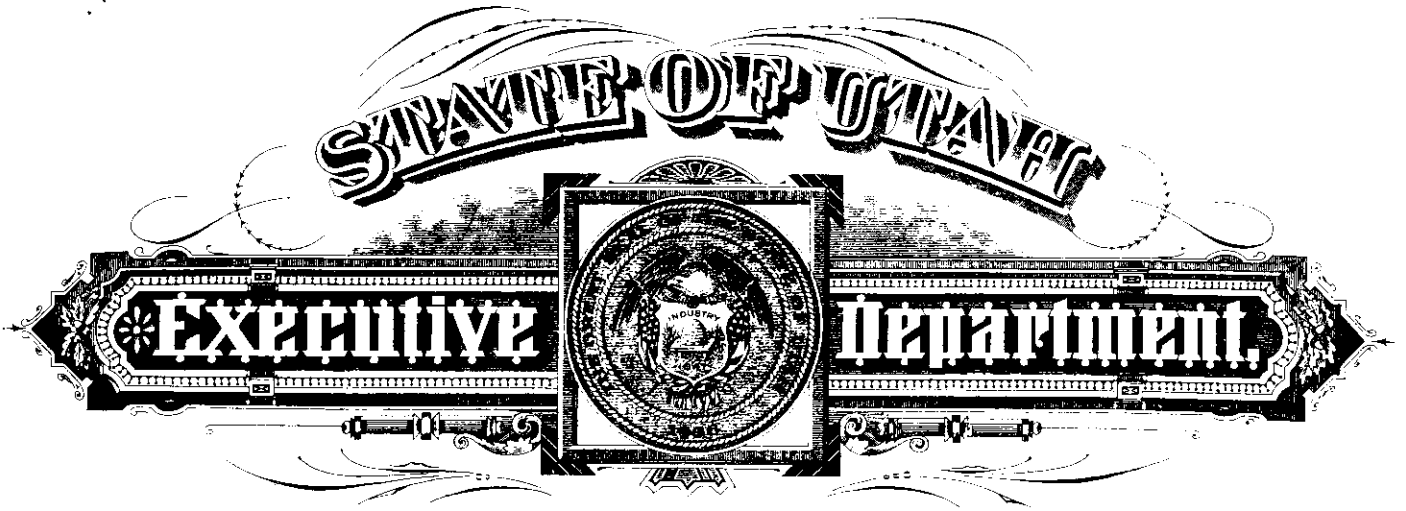
INTERMOUNTAIN RETAIL JEWELERS ASSOCIATION

a corporation duly organized and existing under the laws of **Utah** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Seventeenth** day of **August**, 19**62**, a properly authenticated copy of its articles of incorporation, and on the **Seventeenth** day of **August**, 19**62**, a designation of **Fran Nordlund** in the County of **Fremont** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **17th** day of **August**, A.D. 19**62**.

Secretary of State.



Secretary of State's Office

I, LAMONT F. TORONTO, SECRETARY OF STATE OF THE STATE OF UTAH,
DO HEREBY CERTIFY THAT the attached is a full, true and correct copy
of the Articles of Incorporation thereto,

INTERMOUNTAIN RETAIL JEWELERS ASSOCIATION

AS APPEARS of record IN MY OFFICE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS Fifteenth DAY OF
August 1962

Lamont F. Toronto
SECRETARY OF STATE

BY Mendell L. Cattell
DEPUTY

BEASLIN, NYGAARD AND COKE
ATTORNEYS AND COUNSELORS AT LAW
SUITE 513-14 BOSTON BLDG.
SALT LAKE CITY, UTAH
423 WEST MAIN
VERNAL, UTAH

12 JUN 27 AM 9 35

12 JUN 23 AM 9 12

AFFIDAVIT

STATE OF UTAH)
) SS.
County of Salt Lake)

39668

Filing Clerk *[Signature]* Fee \$ 2.00

I do solemnly swear that at a meeting of the members of the INTERMOUNTAIN RETAIL JEWELERS ASSOCIATION, residing in Utah and Idaho, held at the Prudential Federal Savings & Loan Association Auditorium, Salt Lake City, Salt Lake County, State of Utah, upon written personal notice to all of the members of the Intermountain Retail Jewelers Association mailed by the Secretary to the last known address of each, with first class postage prepaid, and upon published notice in accordance with the provisions of 16-6-3, Utah Code Annotated, 1961, it was decided by a majority vote of the members present at said meeting to incorporate said association within Utah and Idaho with such rights and obligations as may be prescribed by law, the corporation to be known as INTERMOUNTAIN RETAIL JEWELERS ASSOCIATION, and to have continuous existence for a period of ninety nine years from the date of incorporation.

PURPOSE

The purpose of this non-profit corporation is to promote the jewelry business, protect the public from unscrupulous and misleading practices, and to cooperate with competitors and the public in avoiding deceitful schemes, practices and representations, and to do all things possible to encourage and foster honest, good will and integrity.

PRINCIPAL PLACE
OF BUSINESS

The principal place of business shall be Salt Lake County, Utah
The principal place of business shall be the office of the President, provided, however, that meetings shall be generally held at suitable and appropriate premises convenient to the membership.

BOARD OF DIRECTORS

The Board of Directors shall consist of the President, Vice-President, Secretary-Treasurer, and five District Directors, who shall be elected by ballot at the regular annual meetings and shall serve one year terms, and not to exceed three consecutive terms in office, or until their

successors shall be elected and duly installed.

Vacancies on the Board of Directors caused by death, resignation or other causes may be filled by a majority vote of the remaining Directors at any meeting regularly called.

A quorum of the Board of Directors shall consist of more than fifty per cent (50%) of the duly elected District Directors and officers.

The officers of the association which precedes this corporation shall continue to serve in their respective positions until the first annual meeting and election of officers and District Directors. The election of officers shall be by majority vote of the members of the corporation present at the annual meeting. The Board of Directors shall prescribe the procedural method and rules of such election. No bond shall be required of any of the District Directors.

Present officers and District Directors who shall serve until the first annual stockholders meeting are as follows:

President	Stanley Russon
Vice-President	Norman Berndt
Secretary-Treasurer	A. Read Michelsen
District Director	Kenneth Bennett
District Director	Fred Hewitt
District Director	Woody B. Merkley
District Director	Charles E. Allen
District Director	Fran Nordlund

None of the foregoing officers and District Directors shall be required to furnish a bond to the corporation.

CONSTITUTION AND BY-LAWS

This corporation may be governed in accordance with the Constitution and By-laws insofar that said By-laws and Constitution do not conflict with state laws. By-laws may be adopted or amended by any meeting of the membership, provided that due notice of such presentation shall have been sent to the membership by first class mail at least ten days prior to the meeting date.

MEMBERSHIP

Active Members. Active members shall consist of all retail jewelers whose application for membership has been approved by the Board of Directors, and who comply with provisions of the Constitution and By-laws.

Honorary Members. Honorary members may be elected by a vote of the association after having first been approved by the Board of Directors, for some special service to the trade or industry. They shall not be eligible to be elected a delegate or hold any office in the corporation.

Associate Members. Associate members shall be accepted on the approval of the Board of Directors, and with a minimum fee to be determined by the Board of Directors. Those eligible for associate membership shall be jewelry salesmen, jewelry jobbers, jewelry wholesalers, jewelry manufacturers and/or representatives, and employees of member stores.

Removal. Any member in arrears for dues ninety days after the dues become payable shall be deemed a member not in good standing, and after appropriate notification by the Treasurer shall automatically be suspended for nonpayment of dues.

DUTIES OF OFFICERS AND DISTRICT DIRECTORS

President. It shall be the duty of the President to preside at all meetings of the association, to sign all orders drawn on the treasury by the Secretary-Treasurer, to appoint all committees, to arrange the convention programs, and to perform such other duties as usually devolve on such an officer. He shall be ex-officio chairman of the Board of Directors.

Vice-President. In the absence of, incapacity or death of the President, the Vice-President shall serve in his stead until the next annual election. The Vice-President shall further assist the President in any of his duties when called upon.

Secretary-Treasurer. The Secretary-Treasurer shall keep a record of all the proceedings, including corporation and directors meetings,

shall receive all moneys due the corporation, draw all vouchers ordered by the President or Board of Directors, send out all notices, notify all committees of their appointment, conduct all correspondence and perform such duties as pertain to his office as well as keep a correct account of all receipts and disbursements. He shall receive all moneys due the corporation and give a receipt. He shall make a complete report at the annual convention, at the meeting of the Board of Directors, or wherever requested by the President and the Board of Directors.

District Directors. The District Directors shall be actively in charge of membership activities in their respective district.

The Board of Directors shall have general charge of, and transact all business of the corporation during the intervals between the meetings of the corporation. This authority may be delegated to the President and Secretary-Treasurer by action of the Board of Directors if deemed expedient or desirable. It shall promulgate such regulations for the conduct of the corporation as are consistent with these Articles of Incorporation, By-laws and Constitution.

LIABILITY

Members of this corporation shall not be personally or individually liable for the debts or obligations hereof.

Dated this 21st day of June, 1962.

Stanley Russon
President

Subscribed and sworn to before me this 21st day of June, 1962.

My Commission Expires:

May 7, 1965

Henry S. Byrland
Notary Public
Residing at Salt Lake City, Utah