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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
TRIBES INCORPORATED

The undersigned, acting as incorporator pursuant to Idaho Code Section 30-1-201, hereby forms the following corporation, which shall be controlled by and have the powers enumerated in the Idaho Business Corporation Act ("Act").

I

The name of the corporation is TRIBES INCORPORATED.

II

The period of its duration is perpetual.

III

The corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Act, including the business of wholesale jewelry sales.

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IV

The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares, consisting of one class only, and each share having a par value of one dollar.

V

The address of the initial registered office of the corporation is 561 Birch Haven, Sagle, ID 83860, and the name of the registered agent at such address is Nancy J. Lewis.

VI

The number of directors constituting the initial board of directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until her successor is elected and shall qualify is: Nancy J. Lewis, ⁵⁶¹~~651~~ Birch Haven, Sagle, ID 83860.

VII

The name and address of the incorporator
is Nancy J. Lewis, ⁵⁶¹~~651~~ Birch Haven, Sagle, ID
83860.

DATED this 8 day of September, 1997.


Nancy J. Lewis
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