

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SNOW COUNTRY INVESTMENTS, INCORPORATED
File number C 112451

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: October 25, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

OCT 25 9 03 AM '95

SECRETARY OF STATE

STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

SNOW COUNTRY INVESTMENTS, INCORPORATED

* * * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons of full age, citizens and residents of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby certify as follows:

ARTICLE I.

The name of the corporation shall be:

SNOW COUNTRY INVESTMENTS, INCORPORATED

ARTICLE II.

That subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

ARTICLE III.

The corporation formed herein shall be for the purpose of transacting any and all lawful business for which a corporation may be incorporated pursuant to the Idaho Code.

ARTICLE IV.

The total authorized capital stock of this corporation shall be one hundred thousand (100,000) shares of common stock with no par value. Shares of stock of this corporation shall not be transferred or sold until said sale shall be approved by the board of directors of the corporation and the By-laws of the corporation shall provide the method for such approval.

IDAHO SECRETARY OF STATE

10/25/95 9:00:00 AM
Customer # 50390
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ARTICLES

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CORPORATION PROFIT

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ARTICLE V.

That the principal place of business, registered office and the location and the post office address of the registered office of said corporation shall be 491 Leadville Avenue North Ketchum Idaho, Post Office Box 1956 Sun Valley Idaho, County of Blaine, State of Idaho, and Jack B. Rose shall be the registered agent at such address.

ARTICLE VI.

That the number of the Directors of said corporation shall be three (3) at its inception and shall not be less than 2 nor more than 8, which number of directors shall be fixed by the By-laws of the corporation. The names and addresses of the initial members of the Board of Directors is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Jack B Rose	Post Office Box 3841 Ketchum, Idaho 83340
Marjorie W. Rose	2940 North Course Dr. Pompano Beach, Florida 33069
Kent L Cramer	960 Delmar Twin Falls, Idaho 83301

ARTICLE VII.

All or any meetings of the shareholders or of the Board of Directors may be held within or without the State of Idaho.

ARTICLE VIII.

The names and addresses of the incorporators, and the number of shares of stock subscribed by each, are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES</u>
Jack B Rose	Post Office Box 3841 Ketchum, Idaho 83340	100,000
Marjorie W. Rose	2940 North Course Dr. Pompano Beach, Florida 33069	0
Kent L. Cramer	960 Delmar Twin Falls, Idaho 83301	0

ARTICLES

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ARTICLE IX.

The number, qualifications, term of office, manner of election, and powers and duties of directors shall be fixed and may be altered from time to time as may be provided in the By-laws.

ARTICLE X.

The private property of the stockholders shall not be subject to or liable for the payment of corporate debts to any extent whatever.

ARTICLE XI.

By-laws shall be adopted by the directors and when so adopted may thereafter be repealed, amended or new By-laws adopted by the directors by two-thirds (2/3) vote of the directors or may be repealed, amended or new By-laws adopted by a two-thirds (2/3) vote of the outstanding stock of the corporation.

ARTICLE XII.

The corporation shall have the power to purchase or otherwise acquire, hold and reissue its own stock, and to buy, acquire, deal in and transfer shares of capital stock, bonds, debentures and other securities issued or created by any other corporation, cooperative marketing or purchasing association.

ARTICLE XIII.


The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and

all rights conferred on stockholders are granted subject to this reservation.

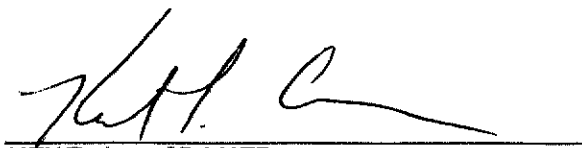
5th IN WITNESS WHEREOF, we have hereunto set our hands this day of October 1995.



JACK B. ROSE



MARJORIE W. ROSE



KENT L. CRAMER

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 5th day of October 1995, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Kent L. Cramer, known to me to be the person whose name is subscribed to the within and foregoing Articles of Incorporation, and he severally acknowledged to me that he 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.

Kay Cramer
NOTARY PUBLIC for Idaho
Residing at Twin Falls
Expires - 3/15/97

STATE OF IDAHO)
) ss.
County of Blaine)

On this 6th day of October, 1995, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Jack B. Rose, known to me to be the person whose name is subscribed to the within and foregoing Articles of Incorporation, and he severally acknowledged to me that he 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.

Kay Cramer
NOTARY PUBLIC for Idaho
Residing at Twin Falls
Expires 3/15/97

STATE OF IDAHO)
) ss.
County of Blaine)

On this 6th day of August, 1995, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Marjorie W. Rose, known to me to be the person whose name is subscribed to the within and foregoing Articles of Incorporation, and she severally 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.

Kay Cramer
NOTARY PUBLIC for Idaho
Residing at Twin Falls
Expires 3/15/97