

FILED

DEC 31 11 21 AM '97

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
STATE OF IDAHO

THE THREAD GATHERER, INC.

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME OF THE CORPORATION**

The name of the corporation is The Thread Gatherer, Inc. ("Corporation").

**ARTICLE II
PURPOSES OF THE CORPORATION**

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

**ARTICLE III
SHARES**

The aggregate number of shares the Corporation is authorized to issue shall be one hundred (100), all of which shall be common voting stock.

**ARTICLE IV
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE V
VOTING**

Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

IDAHO SECRETARY OF STATE

12/31/1997 09:00

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**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation is 2108 Norcrest Drive, Boise, Idaho, 83705, and the name of its initial registered agent at such address is Cecelia Stricklin.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the Corporation is two (2) and the names and addresses of such persons to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Cecelia Stricklin	2108 Norcrest Drive Boise, ID 83705
Norman Dwain Stricklin, Jr.	2108 Norcrest Drive Boise, ID 83705

**ARTICLE VIII
LIMITATION OF LIABILITY**

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

**ARTICLE X
INCORPORATOR**

The name and address of the incorporator are:

Name

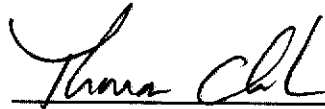
Address

Thomas B. Chandler

877 West Main Street
Suite 1000
Boise, ID 83702

**ARTICLE XI
EXECUTION AND EFFECTIVE DATE**

For the purpose of forming this corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation on December 31, 1997, to be effective as of January 1, 1998.



THOMAS B. CHANDLER, Incorporator