

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

CHUCK'S SHOES, INC.

was filed in the office of the Secretary of State on the **seventeenth** day of **December** A.D., One Thousand Nine Hundred **seventy** and **will be** duly recorded on **Film No. ~~=====~~ microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Twin Falls, Idaho** in the County of **Twin Falls**

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 **December**, A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

OF

CHUCK'S SHOES, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, CHARLES S. KOEHN, FREDERICK F. PLANKEY and PAUL M. BEEKS, all residents of the State of Idaho, each and all of whom are citizens of the United States and natural persons of full age, have this day voluntarily associated ourselves together for the purpose of associated ourselves together for the purpose of forming a corporation for profit under the laws of the State of Idaho, and we do hereby certify and state:

I.

The name of this corporation is: CHUCK'S SHOES, INC.

II.

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

III.

Said corporation is formed for the following purposes:

A. To carry on and conduct the general business of the retail sale of shoes and other related items;

B. To lend or advance money or give credit to such persons, firms, corporations or associations on such terms as may seem expedient;

C. To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in, or dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the company;

D. To carry on other businesses, of any nature, whatsoever, which may seem to the corporation capable of being con-

veniently carried on in connection with its business or calculated directly or indirectly to enhance the value of any of the corporation's property or rights or generally to enhance the profitability of the corporation;

E. If deemed advisable by the corporation, to establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or co-employees of the corporation, the stockholders of the company or their heirs, to grant pensions to employees and stockholders, and to make payments toward insurance;

F. The corporation shall have the power to buy its own stock and to hold the same as treasury stock and to sell and/or otherwise dispose of the same;

G. To acquire the good will, right, property and assets of all kinds and to undertake the whole or any part of liabilities of any person, firm, association or corporation on such terms and conditions that may be agreed upon; to pay for the same in cash, stocks, bonds, debentures or other securities of this corporation or otherwise; and to acquire and/or take all or any part of the business, assets, liabilities of any person, firm, association or corporation;

H. To borrow money of any person, firm or corporation and to issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure the same by mortgage, pledge, deed of trust or any other lawful means with property of the corporation;

I. To do any and all things necessary, suitable or proper for the accomplishment of any of the purposes, for the attainment of any of the objects, for the exercise of any of the powers herein set forth, whether specified herein or not;

The several clauses contained in this statement of

ARTICLES OF INCORPORATION - 2.

IV.

The location and post office address of the registered office of the corporation shall be 124 Main Avenue North, Twin Falls, Idaho.

V.

The number of directors of this corporation shall be not less than three.

VI.

There shall be one class of capital stock of the corporation and it shall be known as common stock. The stock shall have no par value. The authorized capital stock shall consist of 250 shares of no par value stock, all of said stock to be non-assessable.

VII.

The total number of shares actually subscribed is three. The names of the incorporators, subscribers and number of shares respectively for which they have subscribed and the amount to be paid by them are as follows:

<u>Name of Subscriber</u>	<u>Address</u>	<u>No. Shares</u>	<u>Amount</u>
Charles S. Koehn	124 Main Ave. N., Twin Falls, Idaho	1	\$50.00
Frederick F. Plankey	P. O. Box 508, Twin Falls, Idaho	1	\$50.00
Paul M. Beeks	P. O. Box 508, Twin Falls, Idaho	1	\$50.00

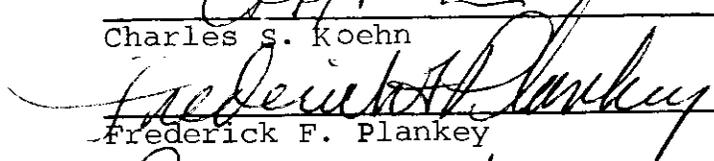
VIII.

The power to adopt, repeal and amend the By-Laws of the corporation shall be in the stockholders and the By-Laws may be amended, adopted, or repealed by a majority vote of the stock issued.

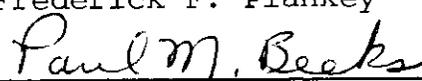
IN WITNESS WHEREOF, We have hereunto subscribed our names this 15 day of December, 1970.



 Charles S. Koehn



 Frederick F. Plankey



 Paul M. Beeks

ARTICLES OF INCORPORATION - 3. Paul M. Beeks

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

On this 15 day of December, 1970, before me, the undersigned, a Notary Public for Idaho, personally appeared CHARLES S. KOEHN, 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 affixed my official seal the day and year hereinabove first written.

James B. Meelf
Notary Public for Idaho
Residing at Twin Falls, Idaho

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

On this 15 day of December, 1970, before me, the undersigned, a Notary Public for Idaho, personally appeared FREDERICK F. PLANKEY and PAUL M. BEEKS, known to me to be the persons who subscribed to the within instrument and acknowledged to me that they executed the same.

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

James B. Meelf
Notary Public for Idaho
Residing at Twin Falls, Idaho.