

# State of Idaho

## Department of State

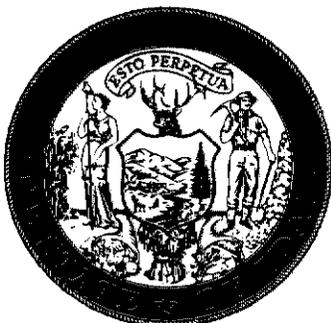
### CERTIFICATE OF INCORPORATION OF

THE RED DOOR COMPANY  
File number C 108979

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: January 10, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Olga Seibel*

**ARTICLES OF INCORPORATION**

**OF**

**THE RED DOOR COMPANY**

JAN 10 4 02 PM '95  
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, being a natural person of full age, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Idaho Business Corporation Act, Idaho Code §30-1-1, et seq., and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

I.

The name of the corporation shall be The Red Door Company.

II.

The corporation shall have a perpetual existence.

III.

The purpose for which this corporation is formed is to engage in such lawful business endeavors as the Board of Directors may from time to time determine to be in the best interests of the corporation, including but not limited to buying and selling of antiques and collectibles.

IV.

The location and post office address of the registered office of the corporation shall be 1115 East 1st Street, Meridian, Idaho 83642. The name of the registered agent of the corporation who may be found at that address is Diane M. Lang.

V.

The amount of the capital stock of this corporation shall be and is 5,000 shares of common stock, each with a par value of \$1.00, making an aggregate stock of \$5,000.00, which stock shall not be issued until fully paid for and once so issued shall be nonassessable.

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VI.

The name and post office address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Diane M. Lang	1115 East 1st Street Meridian, Idaho 83642

VII.

The names and post office addresses of the initial directors of the corporation, appointed by the incorporator to serve until the first election of directors, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Diane M. Lang	1115 East 1st Street Meridian, Idaho 83642
Roan Wilson	1115 East 1st Street Meridian, Idaho 83642

VIII.

The property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and the shares of the corporation shall not be subject to assignment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

IX.

The number of directors of the corporation shall be as specified in the Bylaws, provided that the number of directors of the corporation shall not be fewer than the number required by the provisions of the Idaho Business Corporation Act, Idaho Code Section 30-1-1, et seq. In case the board of directors amends the Bylaws of the corporation so as to increase the number of directors, the additional directors may be elected by the directors then in office, and the directors so elected shall hold office until their successors, as elected at the next annual meeting of the stockholders, are qualified.

