

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

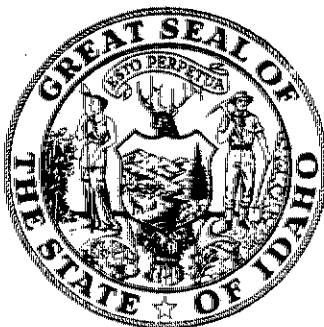
WESTERN HANDCRAFT, INC.

File number C 117841

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, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION OF WESTERN HANDCRAFT, INC.

JAN 10 9 00 AM '97
SECRETARY OF STATE
STATE OF IDAHO

WE, THE UNDERSIGNED, being natural persons of full age, all of whom are natural citizens of the United States of America, do hereby voluntarily associate ourselves for the purpose of forming a corporation under Title 30, Chapter 1, Idaho Code, and other applicable laws of the State of Idaho.

FIRST

The name of the corporation is and shall be WESTERN HANDCRAFT, INC.

SECOND

The purposes of the corporation are as follows:

To engage in all types of lawful business activity. To buy and sell. export. import. lease. exchange and generally deal in real and personal property of every class and description.

To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and with goods, wares and merchandise.

To act as agents for the purchase, sale, and handling of goods, wares, merchandise and literary properties of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

To manufacture, repair, replace, produce or otherwise acquire, alter or repair merchandise of every class, nature and description, whether as principal or agent, whether now known or hereafter to be discovered or invented.

To build structures and facilities of all kinds and descriptions.

To deal in stocks, bonds, or other securities, investments including the purchase and sale of the same, and in particular to purchase and sell, deal in or trade stocks issued by this corporation, and to acquire its own stock in such manner and upon such terms and conditions as the Board of Directors may determine to be in the best interest of the corporation.

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To purchase, lease, mortgage, deal in or with all and every class and kind of real estate.

To likewise do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either along or in association with other corporations, firms or individuals, and to enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limits as to amount, with any person, firm association, corporation, municipality, state or government, or any subdivision or district thereof, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

The purpose specified herein shall be construed both as purposes and powers and shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expresses.

THIRD

The duration of this corporation shall be perpetual.

FOURTH

The location of the registered office of the corporation in the State of Idaho is 6843 East Hwy 36, Preston, Idaho, 83263. The post office address of the registered office of the corporation is 6843 East Hwy 36, Preston, Idaho, 83263. The name of the registered agent for the corporation is RICHARD W. FREE, whose business address is 6843 East Hwy 36, Preston, Idaho 83263.

FIFTH

The total authorized number of shares is 10,000,000 having no par value. The stock of the corporation is of but one class: Common.

Shares are nonassessable by or on behalf of the corporation.

SIXTH

The name and post office address of the incorporation, and the number of shares of stock subscribed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
JERRY BROWN	3650 N. Alta Road Alta, WY 83422	187
ERIC FAST	P.O. Box 643 Victor, Id. 83455	100
J. WADE DOYLE	2218 W. 13700 S. Riverton, Ut. 84065	50

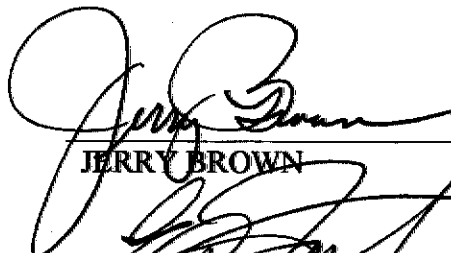
Said persons shall also constitute the initial Board of Directors who shall serve until the first meeting of incorporators.

SEVENTH

The power to repeal and amend By-Laws and adopt new By-Laws shall rest with the Board of Directors by a majority vote of the directors.

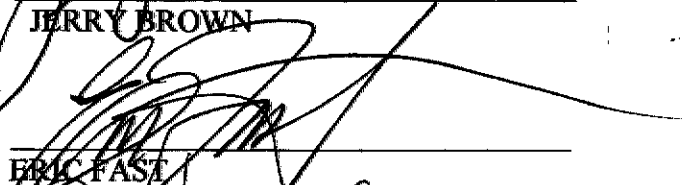
IN WITNESS WHEREOF, the incorporates above-named have signed their names the

6TH day of January, 1997.



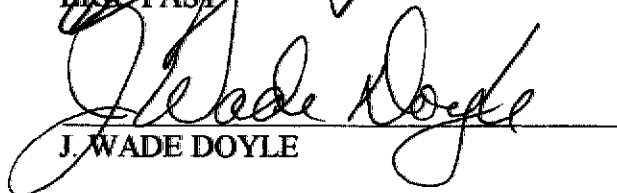
JERRY BROWN

6TH day of January, 1997.



ERIC FAST

8TH day of January, 1997.



J. WADE DOYLE

STATE OF IDAHO)
) ss.
COUNTY OF TETON)

On this 6th day of January, 1997, before me the undersigned Notary Public in and for said State, personally appeared JERRY BROWN, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that said persons executed the same.

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

(SEAL)

Michelle M. Innelly
Notary Public for Idaho
My Comm. Exp.: Oct 5, 2001

STATE OF IDAHO)
) ss.
COUNTY OF TETON)

On this 6th day of January, 1997, before me the undersigned Notary Public in and for said State, personally appeared Eric Fast, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that said persons executed the same.

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

(SEAL)

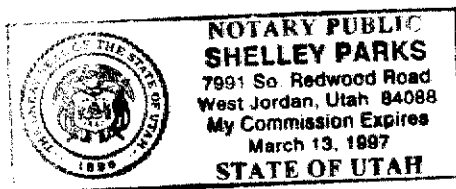
Michelle M. Innelly
Notary Public for Idaho
My Comm. Exp.: Oct 5, 2001

STATE OF UTAH)
COUNTY OF Salt Lake) ss.
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On this 8th day of January, 1997, before me the undersigned Notary Public in and for said State, personally appeared J. Wade Doyle, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that said persons executed the same.

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

(SEAL)



Shelley Parks
Notary Public for Utah
My Comm. Exp.: 3-13-97