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STATEMENT of AUTHORITY
of
CLUB APPAREL, LLC
Per Idaho Code §30-6-302

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company ("Company") is: *Club Apparel, LLC.*
2. The street address of the designated office of the Company is: *2931 Beaverbrook, Hailey, Idaho 83333.*
3. The mailing address of the designated office of the Company is: *Post Office Box 2483, Ketchum, Idaho 83340.*
4. The limitations of authority to act on behalf of the Company are as follows:

For all ordinary course of business and/or day to day operations of the Company, the signature of one Manager shall be sufficient to bind the Company. The ordinary course of business and/or day to day operations shall be deemed to mean all transactions that are \$5,000 or less in value and/or provide for \$5,000 or less in potential liability exposure to the Company; the determination of the value of a transaction shall be the collective value of the transaction in total and not limited to \$5,000 or less due to a payment plan or other division of payment (for example, the acquisition of a piece of equipment for \$10,000 to be paid in five (5) \$2,000 installments shall require the approval of John Perenchio ("Perenchio"), notwithstanding that each payment is less than \$5,000). For all operations not in the ordinary course of business, including without limitation the execution of each and every document, instrument, agreement, and/or transaction which in total exceeds \$5,000 in value or provide for more than \$5,000 in potential liability exposure of the Company, the signature of Perenchio shall be required to bind the Company, unless Perenchio executes a written resolution of the Company authorizing otherwise.

Dated this 3rd day of January, 2011.

COMPANY:

Club Apparel, LLC
An Idaho limited liability company

By: 
Michael Herlinger, Managing Member

By: 
John Perenchio, Managing Member

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