

State of Idaho

Department of State

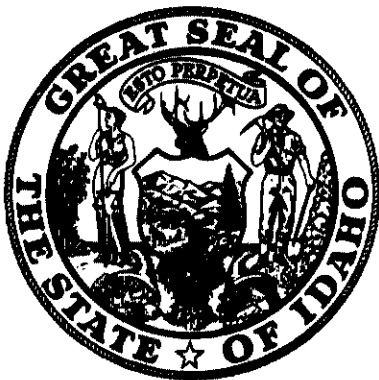
CERTIFICATE OF INCORPORATION OF

ANCHOR KING INTERNATIONAL, INC.

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: July 31, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

Jul 31 4 25 PM '91

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
ANCHOR KING INTERNATIONAL, INC.

The undersigned, acting as the incorporator of a corporation (the "Corporation") organized pursuant to and subject to the Idaho Business Corporation Act, Chapter 1, Title 30, Idaho Code, as now existing or hereafter amended or supplemented (the "Act"), adopts the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of the Corporation is Anchor King International, Inc.

ARTICLE II. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSES

The purposes for which the Corporation is organized are: to transact any and all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith which are not forbidden by the Act, by other law or by these Articles of Incorporation.

ARTICLE IV. AUTHORIZED SHARES

The aggregate number of shares of capital stock that the Corporation shall have authority to issue is 20,000 shares, of one class only, which will be designated as common stock. The par value of each share of common stock is \$1.00.

ARTICLE V. PREEMPTIVE RIGHTS

Shareholders of the Corporation shall not have any preemptive right to acquire shares of stock of the Corporation,

whether now or hereafter authorized, or securities convertible into such shares or carrying a right to subscribe or acquire shares.

ARTICLE VI. REDEMPTION

The Corporation shall have the right to purchase, redeem, take, receive or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, and purchases or redemptions of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted capital surplus available therefor.

ARTICLE VII. DISTRIBUTION FROM CAPITAL SURPLUS

To the extent authorized by the Act, when and as determined by the Board of Directors, the Corporation may, from time to time, distribute to its shareholders out of the capital surplus of the Corporation a portion of its assets in cash or property.

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 101 South Capitol Boulevard, Suite 1205, P.O. Box 1698, Boise, Idaho 83701, and the name of its initial registered agent at that office is James A. Osgood.

ARTICLE IX. BOARD OF DIRECTORS

The number of Directors of the Corporation will be as specified in the Bylaws. The number of Directors constituting the initial Board of Directors is three, and the name and address of the persons who are to serve as Directors until the first annual meeting of the shareholders and until their successors have been elected and qualified are:

<u>Name</u>	<u>Address</u>
Bruce Colbeth	P.O. Box 126 Swans Island, Maine 04685
Matthew J. Osgood	101 South Capitol Blvd. Suite 1205 P.O. Box 1698 Boise, Idaho 83701

James A. Osgood

101 South Capitol Blvd.
Suite 1205
P.O. Box 1698
Boise, Idaho 83701

ARTICLE X. INCORPORATOR

The name and address of the incorporator of the Corporation are:

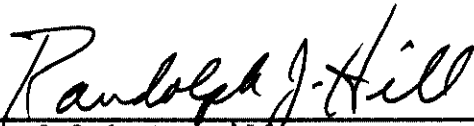
Name

Address

Randolph J. Hill

877 Main Street
Suite 1000
P.O. Box 1617
Boise, Idaho 83701

Dated this 31st day of July, 1991.



Randolph J. Hill
Incorporator