

State of Idaho

Department of State

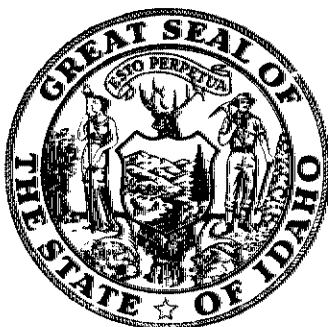
CERTIFICATE OF INCORPORATION OF

CARSON INTERNATIONAL, INC.
File number C 118321

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: February 18, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Davies*

ARTICLES OF INCORPORATION

OF

CARSON INTERNATIONAL, INC.

FEB 10 6 35 AM '97

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the Incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation is Carson International, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The street and mailing addresses of the initial registered office of the corporation are 323 Lewis Street, Suite O, Ketchum, Idaho, and Post Office Box 2103, Ketchum, Idaho, (83340) respectively, and the name of its initial registered agent at such addresses is Paul Carson.

V.

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, all of which shall be common stock with One Cent (\$.01) par value, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is two (2). The names and mailing address of the persons who are to serve as directors until the first annual meeting of shareholders to be held on January 15, 1998, or until his or her successor is elected and shall qualify, is:

ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
DATE 02/18/1997
0900 64736 2
CX #: 26703 CUST# 2545
CORP 10 100.00= 100.00
EXPEDITE C 10 20.00= 20.00

: C

NAME

MAILING ADDRESS

Kathryn E. Carson

Post Office Box 2103,
Ketchum, Idaho 83340

Paul R. Carson

Post Office Box 2103
Ketchum, Idaho 83340

VII.

The name and mailing address of the Incorporator is:

NAME

MAILING ADDRESS

Paul R. Carson


Post Office Box 2103
Ketchum, Idaho 83340

DATED this 14 day of Feb. 1997.


Paul R. Carson, Incorporator

STATE OF IDAHO)
) ss.
County of Blaine)

I, Ruby A. Becker, a notary public, do hereby certify that on this 14th day of February, 1997, personally appeared before me PAUL R. CARSON, who, being by me first duly sworn, declared that he is the Incorporator of Carson International, Inc., that he signed the foregoing document as the Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Blaine, Idaho

