



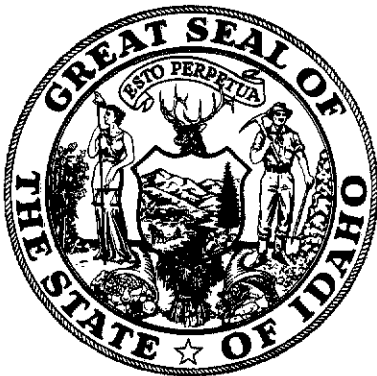
CERTIFICATE OF INCORPORATION  
OF

SHOE STRING PRODUCTIONS, 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: *February 5, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
SHOE STRING PRODUCTIONS, INC.

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The undersigned, acting as incorporators under the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

1. NAME. The name of the corporation is: SHOE STRING PRODUCTIONS, INC.

2. DURATION. The period of its duration is perpetual.

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

4. STOCK. The corporation is authorized to issue 100,000 shares of capital stock, all of one (1) class, One and 00/100 Dollars (\$1.00) par value.

5. ADDRESS. The address of the initial registered office of the corporation is:

Post Office Address: P. O. Box 2311  
Ketchum, Idaho 83340

Street Address: 391 West First Street  
Ketchum, Idaho 83340.

The name of the initial registered agent of the corporation, at the above address is:

WILLY McCARTY.

6. INITIAL DIRECTORS. The initial directors shall serve until the first annual meeting of shareholders or until their successors have been elected and qualified. The initial board

of directors shall consist of two (2) members, whose names and addresses are as follows:

WILLY McCARTY

P. O. Box 1237  
Ketchum, Idaho 83340

SUSAN HALL

P. O. Box 2470  
Ketchum, Idaho 83340.

7. INCORPORATORS. The names and addresses of the incorporators are:


WILLY McCARTY

P. O. Box 1237  
Ketchum, Idaho 83340

SUSAN HALL

P. O. Box 2470  
Ketchum, Idaho 83340.

IN WITNESS WHEREOF We have hereunto set our hands this  
3 day of Feb, 1985.

  
\_\_\_\_\_  
WILLY McCARTY

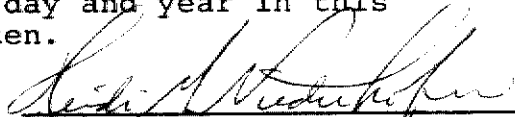
  
\_\_\_\_\_  
SUSAN HALL

STATE OF IDAHO            )  
                                  )    ss.  
County of Blaine         )

On this 3 of February 1985, before me, a Notary Public in and for said State, personally appeared WILLY McCARTY, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

(seal)

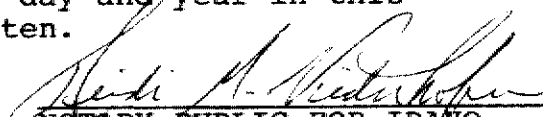
  
NOTARY PUBLIC FOR IDAHO  
Residing at Betchum  
Commission Expires 10-16-86

STATE OF IDAHO            )  
                                  )    ss.  
County of Blaine         )

On this 3 of February, 1985, before me, a Notary Public in and for said State, personally appeared SUSAN HALL, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

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

(seal)

  
NOTARY PUBLIC FOR IDAHO  
Residing at Betchum  
Commission Expires 10-16-86