

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SUN RIDER BOATS, 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, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Matthews*

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SEC. OF STATE

ARTICLES OF INCORPORATION
OF
SUN RIDER BOATS, INC.

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1. The name of the corporation is Sun Rider Boats, Inc.
2. The period of its duration is perpetual.
3. Its purpose is to transact all business not forbidden by law.
4. It shall have authority to issue 200 shares, all of one class, without par value.

116 Fourth Avenue W.
5. The address of its initial registered office is/P.O. Box 32, Gooding, Idaho 83330. The name of its initial registered agent at such address is John C. Arkoosh.
6. No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation shall be in any way affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors of or officers of, such other corporation and director individually, or any firm of which a director may be a member, may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm as is so interested shall be disclosed or shall have been known to the Board of Directors; and any director of the corporation who is also a director of or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

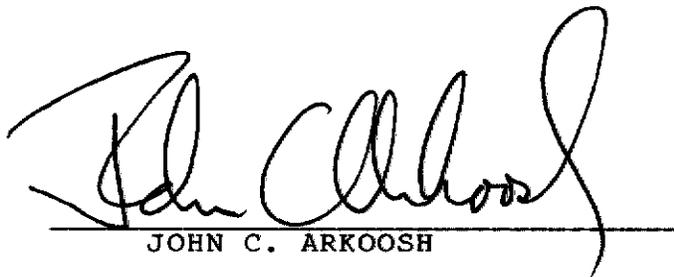
7. The number of directors constituting its initial Board of Directors is 2, whose names and addresses are:

M. John Peterson
P.O. Box 358
320 North Street
Filer, ID 83328

Rita S. Peterson
P.O. Box 358
320 North Street
Filer, ID 83328

8. The name and address of each incorporator is:

John C. Arkoosh
116 Fourth Avenue West
P.O. Box 32
Gooding, ID 83330



JOHN C. ARKOOSH

DATED: Feb 3, 1988