

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

was filed in the office of the Secretary of State on the

day

January

A.D. One Thousand Nine Hundred

and

duly recorded on Finr Humisrofilm of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual existence from the date hereof, with its registered office in this State located at

in the County of

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho,

this

day of

A.D., 19 🕳 .

Secretary of State.

ARTICLES OF INCORPORATION

OF

PETE LANE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of full age and citizens of the United States have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

I.

That the name of said corporation shall be Pete Lane, Inc.

II.

That the purposes for which said corporation is formed are:

- (1) To own, operate, manage and generally to conduct the business of merchandising and selling wearing apparel, dry goods, footwear, sporting goods, recreation equipment and merchandise of any and every description and to buy, sell, exchange, let for hire and deal in the same, at wholesale or retail, and generally to carry out all of the businesses of a general department store.
- (2) To manufacture, produce, buy, sell, rent, lease, trade and deal in any and all types and kinds of goods, wares, merchandise and personal property at wholesale or retail for and on the account of the corporation or as manufacturer, broker, factor, or agent for others.
- (3) To purchase, lease, own, sell, mortgage, sublease, or otherwise acquire or dispose of lands, buildings, easements or property both real and personal which are requisite for or are conveniently capable of being used in connection with any of the objects of this corporation, and to enter into, make, perform, and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises, options and assets of every kind and the liabilities of any person, firm, or corporation, either wholly or in part, and to pay for the same in cash, stocks, or bonds of the corporation or otherwise.
- (4) To purchase or acquire property, businesses or franchises or for any other object in or about its business affairs, to incur debt and to borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, notes or other evidence of indebtedness, and to acquire by purchase, gift, or otherwise, shares of its own corporate stock and cancel the same or any part thereof, or hold all or any of such

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stock for resale as treasury stock, or for the purpose of making stock dividends to its shareholders, and to restrict the transferability of its outstanding shares to the extent reasonably necessary to protect the rights of the corporation and its shareholders in any stock purchase, contracts, or options that may be made between themselves or any of them.

- (5) To act as surety or creditor in any and all types of engagement including the power to execute, endorse and deliver contracts and to guarantee the prompt and faithful performance for payment of debts, notes, agreements, contracts and undertakings of any other person, firm, partnership or corporation, and to act as accommodation co-maker or guarantor on obligations either as primary or secondary obligor.
- (6) Without in any manner limiting any of the objects, purposes or powers of the corporation, the business or purposes of said corporation shall be from time to time to do any of one or more or all of the acts or things herein set forth.
- (7) The several subdivisions contained in this paragraph of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on business corporations by the laws of the State of Idaho, all of which powers are hereby expressly claimed.

III.

That the duration of this corporation shall be perpetual.

IV.

That the registered office of said corporation in the State of Idaho shall be located in Sun Valley, County of Blaine, State of Idaho; and that the post office address of the registered office of said corporation in the State of Idaho is Sun Valley, Idaho.

V.

That the amount of capital stock of said corporation shall be One Hundred Thousand (\$100,000.00) Dollars, divided into One Thousand (1,000) shares of a par value of One Hundred (\$100.00) Dollars each; and that the total authorized number of shares shall be One Thousand (1,000), and the aggregate par value shall be One Hundred Thousand (\$100,000.00) Dollars. That all of said stock shall be known as Common Stock and shall be non-assessable.

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been actually subscribed is Three Hundred (\$300.00) Dollars; and that the names and post office addresses of the incorporators, and the number of shares subscribed by each are as follows:

Name of Incorporator

Post Office Address

No. of Shares

That the amount of capital stock of said corporation which has

Name of Incorporator	Post Office Address	No. of Shares
TOHN C. LANE	Ketchum, Idaho	1
Jeanne R. Lane	Ketchum, Idaho	1
Eldon V. Evans	122 ↔ 3rd Avenue N. Twin Falls, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands this

19 day of December, 1964.

Jeanne R. Lane

Ella V Evan