

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

S & A ENTERPRISE

dba S & A ENTERPRISES INC.

File Number C 136764

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: December 20, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Dedries*

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APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is S & A Enterprises
2. The name which it shall use in Idaho is S & A ENTERPRISES INC.
3. It is incorporated under the laws of Wyoming
4. Its date of incorporation is 1/22/87
5. The address of its principal office is Table Mountain Outfitters - PO Box 2714, Cheyenne, WY 82003
6. The address to which correspondence should be addressed, if different from item 5, is _____
7. The street address of its registered office in Idaho is 1423 Tyrell Ln., Boise ID 83706
_____, and its registered agent in Idaho at that address is Gardner W. Skinner Jr.
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
Scott A Denny, President	Table Mt. Outfitters	PO Box 2714, Cheyenne, WY 82003
Angela L. Denny, Vice President	Table Mt. Outfitters	PO Box 2714, Cheyenne, WY 82003
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: December 18, 2000S & A Enterprises

(Corporation name)

By Angela L. DennyIts V. President

(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

12/20/2000 09:00
CK: 2657 CT: 139876 BH: 3679621 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C136744

State of Wyoming

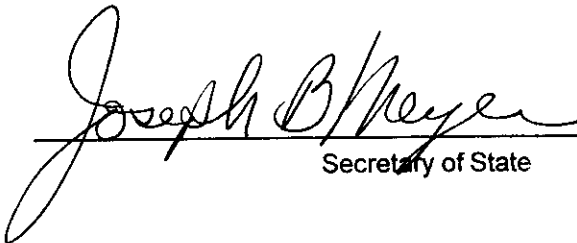
Office of the Secretary of State

United States of America, }
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, S & A ENTERPRISES is a corporation organized under the laws of the State of Wyoming, whose date of incorporation is 01/22/1997; and whose period of duration is perpetual.

I FURTHER CERTIFY that this corporation has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Wyoming.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 18th day of December A.D., 2000.


Secretary of State

By 