95583-6257



CERTIFICATE OF INCORPORATION OF

KELLY SPORTS, 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: June 17, 1991



SECRETARY OF STATE

by: Eljaveth Barda

SEC. OF STATE

91 JUN 17 AM 8 48

ARTICLES OF INCORPORATION

OF

KELLY SPORTS, INC.

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

- NAME. The name of the corporation is: Kelly
 Sports, Inc.
- 2. DURATION. The period of its duration is perpetual.
- 3. PURPOSES. The purposes 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 shall have the authority to issue ONE THOUSAND shares of capital stock, all of one (1) class, ONE DOLLAR (\$1.00) par value.
- 5. ADDRESS. The address of the initial registered office of the corporation is:

Post Office Address: P. O. Box 2184,

Sun Valley, Idaho 83353

Street Address: 615 Sun Valley Road East

Sun Valley Road

Sun Valley, Idaho 83353.

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

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INITIAL DIRECTOR. The number of directors constituting the initial Board of Directors is two (2), whose names and addresses are:

Thomas Kelly

P. O. Box 2184

Sun Valley, Idaho 83353

Donald Leonard

P. O. Box 1092

Ketchum, Idaho 83340

INCORPORATOR. The name and address of the

incorporator is: Thomas Kelly

P. O. Box 2184

Sun Valley, Idaho 83353.

this // in WITNESS WHEREOF, I have hereunto set my hand this // day of June, 1991.

STATE OF IDAHO

SS.

County of Blaine

On this Am day of June, 1991, before me, a Notary Public in and for said State, personally appeared Thomas Kelly, 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 above written.

(Seal)

ruce allier NOTARY PUBLIC FOR IDAHO
Residence: Commission expires: 5/30

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