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Statement of Domestication

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho

Pursuant to Title 30, Chapter 18, Part 5, Idaho Code,

The undersigned corporation has elected to domesticate to a California corporation

1. The name of the domesticating entity is: Queen Charlotte Safaris, Inc.
2. The jurisdiction of the domesticating entity is: Idaho
3. The type of the domesticating entity is: Corporation
4. The Idaho organizational number/filing ID is: C162847
5. The name of the domesticated entity is: Queen Charlotte Safaris, Inc.
6. The jurisdiction of the domesticated entity is: California
7. The domestication was duly approved by the shareholders in the manner required by 30-18-505(2)(d) and by the articles of incorporation as follows:
 - a. The number of shares entitled to vote: 10,000
 - b. The number voting for the domestication: 10,000
 - c. The number voting against the domestication: -0-

8. Pursuant to 30-18-505(2)(g), a mailing address for the domesticated entity is:

Melissa M. Fritchett, Agent for Service of Process
1616 Anacapa Street, 1st Floor
Santa Barbara, CA 93101

9. This statement of domestication shall be effective on the date filed with the Secretary of State.

Dated: August 4, 2008

Signed: Valerie L. Hoperich

Typed Name: Valerie L. Hoperich

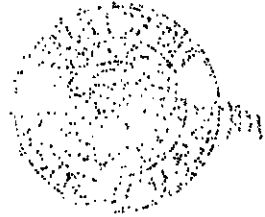
Capacity: President

IDAHO SECRETARY OF STATE
08/06/2008 05:00
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1 @ 20.00 = 20.00 EXPEDITE C # 3

C 162847

3091670

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 17 2008

Debra Bowen

DEBRA BOWEN
Secretary of State

3091670

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

**ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION**

MAR 10 2008

I

The name of this corporation is Queen Charlotte Safaris Inc.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Melissa M. Pritchett
Address: 315 W. Haley Street, Suite 201
City: Santa Barbara State: California Zip: 93101

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000 shares of no par value.

V

(Statement of Conversion)

The name of the converting entity is Queen Charlotte Safaris Inc.; it is a Corporation, general business formed in Idaho. The foreign entity is authorized to effect the conversion by the laws under which it is formed, and it has approved a plan of conversion or other instrument to effect the conversion as required by the laws under which it is formed. The conversion has been approved by the number or percentage of applicable holders of interest of the foreign entity as is required by the laws under which it is formed.

DATED: March 4, 2008

Melissa M. Pritchett

Melissa M. Pritchett, Incorporator

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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
QUEEN CHARLOTTE SAFARIS, INC.**

The undersigned natural person of the age of eighteen years or older, acting as incorporator of Queen Charlotte Safaris, Inc., under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code, adopts the following articles of incorporation:

ARTICLE I

Name

The name of this Corporation is "Queen Charlotte Safaris, Inc."

ARTICLE II

Duration

This Corporation shall have a perpetual existence.

ARTICLE III

Purpose

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE IV

Capitalization

This Corporation shall have authority to issue an aggregate of ten thousand (10,000) shares of stock. This Corporation shall have one (1) class of stock. The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

<u>Class</u>	<u>Number</u>	<u>Par Value Per Share</u>
Common	10,000	No Par Value

Each share of common stock will have one vote with equal rights to distributions, and equal rights to the net assets of the Corporation upon liquidation.

ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
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ARTICLE V
Preemptive Rights

This Corporation elects to have preemptive rights.

ARTICLE VI
Non-Cumulative Voting

In all elections for directors, shareholders shall not be permitted to cumulate their votes.

ARTICLE VII
Initial Registered Agent and Office

The name of the initial registered agent of this Corporation, and the address of the Corporation's initial registered office, are as follows:

Jacqueline M. Love
c/o Excell Business Management, LLC
555 East 42nd Street
Boise, Idaho 83714

ARTICLE VIII
Directors

The business of the Corporation shall be managed by its Board of Directors, each of whom shall be at least eighteen (18) years of age. The number of directors of the Corporation shall be set forth in the Bylaws and may be altered from time to time by amendment of the Bylaws in a manner not prohibited by law. Until so changed, the number of directors shall be two (2). Directors need not be shareholders of the Corporation.

The initial board of directors of the Corporation shall consist of two (2) directors. The name and address of the person who is to serve as the director(s) until the first annual meeting of shareholders, or until his or her successor is elected and qualified, is as follows:

Valerie L. Hoperich
441 Via Corona Drive
Buellton, CA 93427

Ronald K. Hoperich
441 Via Corona Drive
Buellton, CA 93427

ARTICLE IX
Incorporator

The name and address of the incorporator is as follows:

Jacqueline M. Love
c/o Excell Business Management, LLC
555 East 42nd Street
Boise, Idaho 83714

ARTICLE X
Elimination of Personal Liability of Directors

The directors of this Corporation are not liable to the Corporation or to its shareholders for monetary damages arising from a breach of fiduciary duty or for any action taken or any failure to take any action as a director, except:

- (1) for any breach of the director's duty of loyalty to the Corporation or its shareholders;
- (2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (3) as provided in Idaho Code § 30-1-833; or
- (4) for any transaction from which the director derived an improper personal benefit.

ARTICLE XI
Indemnification of Directors & Officers

The Corporation shall have the authority, in accordance with Idaho state law, to indemnify each director or officer, or any person who may have served at its request as a director or officer of another corporation in which it has shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit, or proceeding in which he or she is made a party by reason of being or having been a director or officer of the Corporation or of such other corporation (whether or not he or she continues to be a director or officer at the time of incurring such expense) except in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding to be liable for negligence or willful misconduct in the performance of his or her duty as such director or officer. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders, or otherwise.

The Corporation shall have the right to defend and to incur reasonable expenses in the defense of any such actions, suits, or proceedings brought against any such director, officer, or person. Wherever in this section a director or officer is referred to, such reference shall include his or her personal representatives, executors, and administrators.

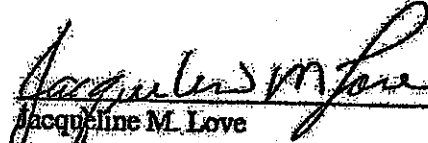
ARTICLE XII

Limited Liability for Shareholders

The private property of the shareholders shall not be subject to the payment of corporate debts of this Corporation to any extent whatever.

DATED this 7th day of October, 2005.

INCORPORATOR:



Jacqueline M. Love

STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of October, 2005, before me, the undersigned, a Notary Public in and for said State, personally appeared Jacqueline M. Love, known to me to be the person whose name is subscribed to the foregoing 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.




NOTARY PUBLIC FOR IDAHO
Residing at Theridon, Idaho
Commission Expires: 2-21-07

M:\General Representation\Clients A to M\Hoperich, Ronald & Valerie\7041_01 Articles of Inc.wpd

ARTICLES OF INCORPORATION - 4.