

98303

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

LIFESTYLE 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: April 20, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By

*Sheryl Barnes*

ARTICLES OF INCORPORATION

OF

LIFESTYLE SPORTS, INC.

APR 20 4 03 PM '92

SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for this corporation:

I.

The name of this corporation shall be Lifestyle Sports, Inc.

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The address of the initial registered office of this corporation is Elam, Burke and Boyd, Chartered, Key Financial Center, 702 West Idaho, Post Office Box 1539, Boise, Idaho 83701, and the name of the initial registered agent at such address is Kristen R. Thompson.

IV.

The nature of the business and the object and purpose of this corporation shall be as follows:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

The total authorized number of shares of this corporation shall be one thousand (1000), of no par value, which said shares shall be common stock and shall not be subject to assessment.

VI.

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Douglas A. Donohue	Elam, Burke and Boyd, Chartered 702 West Idaho P. O. Box 1539 Boise, Idaho 83701

VII.

The first Board of Directors shall consist of two (2) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the Bylaws; provided, however, that the number of directors constituting a Board shall not be less than one (1) nor more than five (5).

The following persons are named directors of the corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Michele L. Sandberg	730 Park Court Coeur d'Alene, ID 83814
Dale R. Sandberg	730 Park Court Coeur d'Alene, ID 83814

VIII.

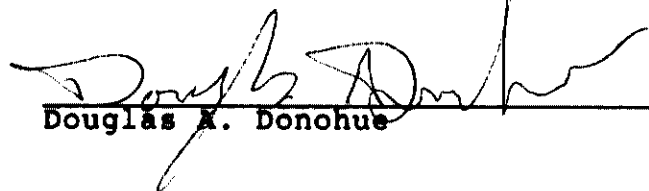
All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the state of Idaho.

IX.

No shareholder of this corporation shall, because of his ownership of stock, have a preemptive or other right to purchase, subscribe for, or take any part of any stock or any part of the

notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of this corporation authorized by these Articles of Incorporation or by any amended articles duly filed, may at any time be issued, optioned for sale, and sold or disposed of by this corporation pursuant to a resolution of its Board of Directors to such persons and upon such terms as may to such Board seem proper without first offering such stock or securities or any part thereof to existing shareholders.

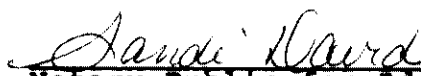
IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation this 20<sup>th</sup> day of April, 1992.

  
Douglas A. Donohue

STATE OF IDAHO                    )  
                                          ) ss.  
County of Ada

On this 20<sup>th</sup> day of April, 1992, before me, the undersigned, a notary public in and for said state, personally appeared Douglas A. Donohue, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, 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 first above written.

  
Notary Public for Idaho  
Residing at Boise  
Commission Expires 10-3-93