

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

PROSPECTORS HIDEAWAY, INC.

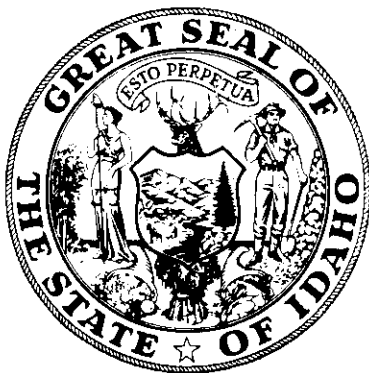
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PROSPECTORS HIDEAWAY, INC.

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: **May 2, 1984**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Denise Hiner*

7-3-1984

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation.

## ARTICLE I

The name of this corporation shall be PROSPECTORS  
HIDEAWAY, INC..

## ARTICLE II

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

## ARTICLE III

This corporation is organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

## ARTICLE IV

The total number of shares of the corporation shall consist of 100 shares of Common Stock having a par value

of \$100.00 per share for a total value in stock of Ten Thousand (\$10,000.00) Dollars, all of one class denoted Common Stock, each share being entitled to one (1) vote.

#### ARTICLE V.

There are no provisions denying preemptive rights.

#### ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are to be set forth in the By-Laws of the corporation.

#### ARTICLE VII

The address of the initial registered office of the corporation is Bonner Mall, Highway 95 North, Ponderay, Idaho 83852, and the name of the initial registered agent at such address is Billy E. Johnson.

#### ARTICLE VIII

The number of directors of the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as initial directors until the first annual meeting of shareholders or until their successor or successors qualify are:

RONALD SIPES  
Bonner Mall, Highway 95 North  
Ponderay, ID 83852

BILLY E. JOHNSON  
Bonner Mall, Highway 95 North  
Ponderay, ID 83852

ARTICLE IX

The names and addresses of the incorporators of this corporation are:

RONALD SIPES  
Bonner Mall, Highway 95 North  
Ponderay, ID 83852

BILLY E. JOHNSON  
Bonner Mall, Highway 95 North  
Ponderay, ID 83852

These foregoing Articles of Incorporation are dated and executed this 24<sup>th</sup> day of April, 1984.

Ronald Sipes  
RONALD SIPES

Billy E. Johnson  
BILLY E. JOHNSON

STATE OF IDAHO  
County of Bonner

)  
) ss.  
)

I, the undersigned, a Notary Public in and for the State of Idaho, hereby certify that on this 24 day of April, 1984, personally appeared before me RONALD SIPES and BILLY E. JOHNSON, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

Dee C. Anderson  
Notary Public in and for Idaho  
Residing at: Sawtooth