

# State of Idaho

## Department of State

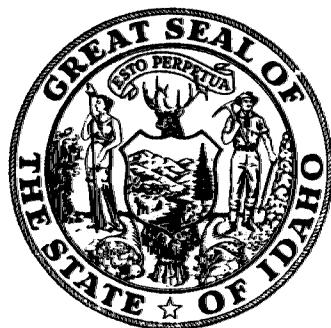
### CERTIFICATE OF INCORPORATION OF

OUTDOOR OUTLETS, INC.  
File number C 108157

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: October 31, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herold*

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SEC. OF STATE

ARTICLES OF INCORPORATION

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OF

OUTDOOR OUTLETS, INC.

The undersigned, DOUGLAS HOLLADAY, being a person of full legal age, does hereby form a domestic corporation under and pursuant to the laws of the State of Idaho, and does hereby certify:

**FIRST:** The name of this Corporation shall be OUTDOOR OUTLETS, INC.

**SECOND:** This Corporation is formed for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho including, but not limited to the operation of a retail store or outlet for the sale of merchandise and goods in Cascade, Idaho.

**THIRD:** The period of existence and duration of the life of this Corporation shall be PERPETUAL.

**FOURTH:** The location and post office address of the initial registered office of the Corporation in the State of Idaho shall be 113 South Main, Cascade, Idaho, 83611, and which place shall be the principal office for the transaction of business for the Corporation. The initial registered agent of the Corporation at such address shall be DOUGLAS HOLLADAY.

**FIFTH:** This Corporation is authorized to issue one class of shares of capital stock to be designated as common stock. The total number of the shares of said common

IDAHO SECRETARY OF STATE  
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stock which this Corporation shall be authorized to issue is 1,000. The stock shall have no par value.

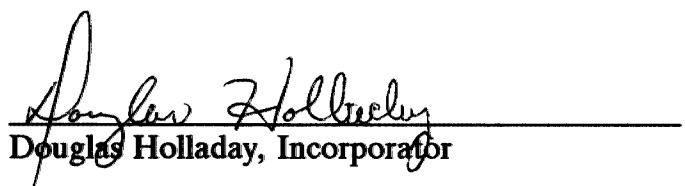
**SIXTH:** The name and post office address of DOUGLAS HOLLADAY, the incorporator of this Corporation, is as follows: 8350 Partridge Drive, Nampa, Idaho, 83686.

**SEVENTH:** The capital stock of this Corporation shall be non-assessable and the private property of the shareholders of this Corporation and shall not be liable for the debts, obligations and liabilities of this Corporation.

**EIGHTH:** The number of the directors of this Corporation shall be one (1) or such additional numbers as provided in the By-Laws of the Corporation. The number of directors constituting the initial board of directors shall be one (1). The name and address of the person who is to serve as director until the first annual meeting of shareholders or until a successor is elected and qualifies is DOUGLAS HOLLADAY, whose address is as above stated.

**NINTH:** The By-Laws of this Corporation shall be formulated, repealed, and/or amended upon the affirmative vote of a majority of the directors of this Corporation, at a meeting of the directors duly called and held for that purpose.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation this 28th day of October, 1994.



Douglas Holladay  
Douglas Holladay, Incorporator

**STATE OF IDAHO )  
County of Canyon )ss.**

On this 28th day of October, 1994, before me, the undersigned Notary Public in and for said State, personally appeared DOUGLAS HOLLADAY, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that they 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.

Leese S. Verne  
NOTARY PUBLIC FOR IDAHO  
Residing at Nampa, Idaho  
My Commission Expires: 09-14-98