

FILED EFFECTIVE

ARTICLES OF INCORPORATION OF

08 FEB 25 AM 10:01

SECRETARY OF STATE
STATE OF IDAHO

SALAMANDER PADDLE GEAR – IDAHO, INC.

Know all men by these presents: That we, the undersigned, each of whom is of legal age and a citizen of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho and pursuant thereto certify as follows:

Article I

The name of the corporation shall be
Salamander Paddle Gear – Idaho, Inc.

Article II

This corporation shall have perpetual existence.

Article III

The registered office and principal place of business of the corporation initially is located at: 2526 N. 38th Street, Boise, Idaho 83703

The registered agent for the corporation initially is:
Michael S. Preston.

The Board of Directors may, from time to time, establish other office or offices within or without the State of Idaho and may change the registered agent or office location in Idaho.

Article IV

The objects and purposes for which this corporation is formed are to do any and all lawful business or activity which a corporation may conduct under the laws of the State of Idaho including sales of personal property, ownership of all types of property and all activities instrumental thereto.

Article V

IDAHO SECRETARY OF STATE
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The total number of shares that the corporation shall be authorized to issue is 100 shares of common stock, which stock shall be without par value. Each share of common capital stock shall be entitled to one vote and to participate in any dividends declared on common stock. The common capital stock shall be non-assessable but shall not have preemptive rights. The capitalization of this corporation may be increased or decreased in the manner provided by law. If increased, such amendment may provide for one more classes of stock with voting, dividend rights, preemptive rights, or other privileges as provided therein.

Article VI

The initial Board of Directors of this corporation shall be composed of 1 member, but may be increased or decreased from time to time upon the vote of shareholders. It is not necessary that a director be a shareholder of this corporation. The incorporators shall be the Board of Directors until their successors are elected at the first meeting of shareholders following incorporation. At the first meeting of stockholders, directors shall be elected to serve until the following annual meeting of stockholders, or until successors are elected or appointed.

Article VII

The private property of shareholders of this corporation shall not be subject to the payment of the corporate debts. The sale of stock of the corporation may be qualified so that shareholders receive the benefits of Section 1244 of the Internal Revenue Code, or of any amendments thereto.

Article VIII

The Articles of Incorporation for this corporation may be amended as hereinafter and as authorized under the laws of the State of Idaho.

Article IX

The stockholders at the first meeting of stockholders following incorporation shall adopt by-laws of this corporation. Such by-laws may provide that the board of directors of the corporation, whenever a quorum is in attendance, by two-thirds (2/3) vote of directors voting may:

(a) Remove at any time any officer of the corporation, elected or appointed.

(b) Repeal or amend by-laws of the corporation or adopt new by-laws which do not affect the term of office of director. The board of directors, whenever a quorum is in attendance, by majority vote of the directors, as authorized under the laws of the State of Idaho, including:

(a) The determination, amount, and date of payment of the dividends to be paid upon the issued stock of the corporation;

(b) Authorize mortgages, liens, other encumbrances, or transfers of real and personal property of the corporation;

(c) When authorized by the majority vote of the issued and outstanding stock of the corporation, or if subsequently ratified by affirmative vote of a majority of issued and outstanding stock of the corporation, the board of directors may sell, lease, or exchange all or any part of the assets of the corporation, including its franchise as a corporation, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock of another corporation, as the board of directors may deem expedient and in the best interests of this corporation.

Article X

The names of the incorporator and the amount of capital stock subscribed is as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Michael S. Preston	2526 N. 38 th Street, Boise, ID 83703	100

In Witness Whereof, We have hereunto set our hands and seals this

22 day of FEB, 2008.

Signed

Michael S Preston