

**FILED/EFFECTIVE**

**ARTICLES OF INCORPORATION**

2002 AUG 29 AM 8:50

**OF**

SECRETARY OF STATE  
STATE OF IDAHO

**FOXY GLOVES, INC.**

STEPHANIE C. ELLIOTT, the undersigned, to form a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

**I**

The name of the corporation is FOXY GLOVES, INC..

**II**

The period of its duration is perpetual.

**III**

The purpose or purposes for which the corporation is organized is for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code.

**IV**

The aggregate number of shares, which the corporation shall have the authority to issue is Ten Thousand (10,000) shares, with no par value.

**V**

The address of the initial registered office of the corporation and registered agent at such address is:

**Registered Agent**

**Address**

Edwin L. Litteneker

322 Main Street  
Lewiston, ID 83501

IDAHO SECRETARY OF STATE  
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## VI

The name and post office address of the incorporators hereof and of the persons who shall serve as initial directors until the first annual meeting of the shareholders are:

<b><u>Incorporator</u></b>	<b><u>Address</u></b>
Stephanie C. Elliott	P.O. Box 872 Lewiston, ID 83501

<b><u>Board of Directors</u></b>	<b><u>Address</u></b>
Stephanie C. Elliott	P.O. Box 872 Lewiston, ID 83501

## VII

The stock of the corporation shall be non-assessable common stock.

## VIII

A director shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except that a director shall be liable for the following:

- a) For any breach of the director's duty of loyalty to the corporation or to its stockholders.
- b) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.
- c) For acts or omissions which involve director liability as provided in Idaho Code section 30-1-48, which states, in pertinent part, that a director shall be liable under the following circumstances:

1. If the director votes for or assents to the declaration of any dividend or other distribution of the assets of a corporation to its shareholders contrary to the provisions of the Idaho General Business Corporations Act.

3. If the director votes for or assents to any distribution of assets of the corporation to its shareholders during the liquidation of the corporation without the payment and discharge of, or making adequate provisions for, all known debts, obligations, and liabilities of the corporation.

DATED on this 26 day of August 2002.

Stephanie C. Elliott  
Stephanie C. Elliott

On this the 26<sup>th</sup> day of August, in the year 2002, before me Debbie Hoisington, personally appeared **Stephanie C. Elliott**, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

A circular notary seal for Debbie Housington, a Notary Public in the State of Idaho. The seal features a central horizontal line with a small oval in the middle, surrounded by the words "NOTARY PUBLIC" and "STATE OF IDAHO". The name "DEBBIE HOUSINGTON" is inscribed along the top inner edge of the seal.

Debbie Horsing  
Notary Public for Idaho  
Residing at: Aldine  
Commission Expires: 7-11-07