

FILED E CTIVE

ARTICLES OF INCORPORATION
OF
QUALITY POWER SPORTS, INC.

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SECRETARY OF STATE
STATE OF IDAHO

STATE OF IDAHO

1. Name. The name of the corporation is Quality Power Sports, Inc.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be Ten Thousand (10,000), all of which shall be common voting stock.
3. Registered office and agent. The registered office of the corporation is 103 Moser, Council, Idaho 83612, and its registered agent at that address is James G. Gerblick.
4. Incorporator. The name of the incorporator is James G. Gerblick, and the incorporator's address is c/o Millemann, Pittenger, McMahan & Pemberton, LLP, P.O. Box 1066, McCall, Idaho 83638.
5. Preemptive Rights. The corporation elects to have preemptive rights regarding the issue of stock.
6. Cumulative Voting. Shareholders shall have the right to cumulate their votes for directors.

In witness whereof, I have subscribed these Articles of Incorporation this 25th day of August, 2003.


JAMES G. GERBLICK, Incorporator

IDAHO SECRETARY OF STATE
08/29/2003 05:00
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JAMES G. GERBLICK
c/o Millemann, Pittenger, McMahan & Pemberton, LLP
P.O. Box 1066
McCall, Id 83638

August 28, 2003

VIA FACSIMILE (208) 334-2080

Office of the Secretary of State
Corporations Division
Attn: Kim
700 West Jefferson, Basement West
P. O. Box 83720
Boise, Idaho 83720-0080

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SECRETARY OF STATE
STATE OF IDAHO

Re: Quality Power Sports, LLC and Quality Power Sports, Inc.

Dear Idaho Secretary of State:

This letter will follow my prior letter to you regarding the above-referenced entities. The purpose of this letter is to confirm that within 30 days I will either file Articles of Amendment to change the LLC's name, or I will dissolve the LLC. Please file the Articles of Incorporation for Quality Power Sports, Inc.

Thank you for your attention to these matters. Please call my attorney, Brian L. McMahan, at (208) 634-7641, if you have any further questions regarding these matters.

Sincerely,


JAMES G. GERBLICK