

**Department of State.**

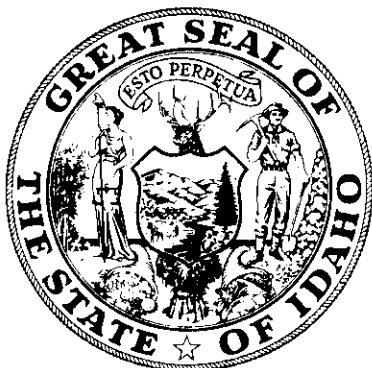
**CERTIFICATE OF AUTHORITY  
OF**

OLSEN BROTHERS CLOTHING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of OLSEN BROTHERS CLOTHING, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to OLSEN BROTHERS CLOTHING, INC. to transact business in this State under the name OLSEN BROTHERS CLOTHING, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated Apr 11 7, 1980.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Olsen Brothers Clothing, Inc.
2. \*The name which it shall use in Idaho is Olsen Brothers Clothing, Inc.
3. It is incorporated under the laws of Washington
4. The date of its incorporation is August 24, 1978 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is North 1325 Division Street, Spokane, Washington 99202
6. The address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Hunting guide service
8. The names and respective addresses of its directors and officers are:

| Name                   | Office                          | Address   |
|------------------------|---------------------------------|---|
| <u>G.J. Carter</u>     | <u>President &amp; Director</u> | <u>North 1325 Division St.</u><br><u>Spokane, Washington 99202</u>    |
| <u>Gayle E. Carter</u> | <u>Secretary &amp; Director</u> | <u>North 1325 Division Street</u><br><u>Spokane, Washington 99202</u> |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares            | Class                       | Par Value Per Share or Statement That Shares Are Without Par Value |
|-----------------------------|-----------------------------|--|
| <u>50,000</u>               | <u>Common</u>               | <u>\$1.00</u>  |
| <u>                    </u> | <u>                    </u> | <u>                    </u>  |
| <u>                    </u> | <u>                    </u> | <u>                    </u>  |

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class  | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|--------|--|
| 50,000           | Common | \$1.00   |
|                  |        |  |
|                  |        |  |

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 26, 1980.

Olsen Brothers Clothing, Inc.  
By [Signature]  
G.J. Carter  
Its President  
and [Signature]  
Gayle E. Carter  
Its Secretary

STATE OF WASHINGTON )  
 )ss:  
COUNTY OF SPOKANE )

I, MARILYN M. CHIVERS, a notary public, do hereby certify that on this 26th day of March, 19 80, personally appeared before me G.J. Carter, who being by me first duly sworn, declared that he is the President of Olsen Brothers Clothing, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

[Signature]  
Notary Public

\*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

# MEMO



**STATE OF WASHINGTON**  
OFFICE OF SECRETARY OF STATE  
**BRUCE K. CHAPMAN**  
CORPORATIONS & TRADEMARKS DIVISION  
OLYMPIA, WASHINGTON 98504

SF-79

OFFICIAL CERTIFICATION OF THIS DOCUMENT, AS PREPARED  
BY THE OFFICE OF THE SECRETARY OF STATE, APPEARS ON  
THE BACK OF THE LAST PAGE.

D-281565  
FILE NUMBER



DOMESTIC

# STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

## ARTICLES OF INCORPORATION

of OLSEN BROTHERS CLOTHING, INC.  
a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of Lukins, Annis, Bastine,  
Shine, McKay, Van Marter & Rein, P.S.  
Ste. 1600, Wash. Trust Financial Center  
Spokane, WA 99204  
Attn: Vicky M. Pouley

Filing and recording fee \$

License to June 30, 19 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1442

Page 013-17

In witness whereof I have signed and have  
affixed the seal of the State of Washington to  
this certificate at Olympia, the State Capitol,  
August 24, 1978

BRUCE K. CHAPMAN  
SECRETARY OF STATE

FILED

AUG 24 1978 *lcs*SECRETARY OF STATE  
STATE OF WASHINGTON

ARTICLES OF INCORPORATION  
OF  
OLSEN BROTHERS CLOTHING, INC.

The undersigned natural person of legal age, acting as incorporator under the provisions of the Washington Business Corporation Act adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is OLSEN BROTHERS CLOTHING, INC.

ARTICLE II

The duration of the Corporation is to be perpetual.

ARTICLE III

The purposes for which this Corporation is organized are as follows:

1. To engage in, operate, conduct and maintain the business of buying, selling, or otherwise dealing in, in wholesale or retail quantities, clothing of all kinds for men, women, and children, clothing accessories, trimmings, millenary goods, and the like, and all supplies, materials, tools, appliances, and apparatus employed in or related to the sale of such wares; to transact all other business necessary and incidental to such sales.

2. To carry on the business of farming and ranching and all other related activities including the producing, merchandising and manufacturing of all kinds of farm and ranch products.

3. To buy, sell, repair and deal in all kinds of agricultural implements, parts, accessories and supplies.

4. To purchase or otherwise acquire, hold, manufacture, use, sell, exchange, assign, mortgage, pledge, hypothecate, deal in and dispose of real and personal property of every kind and description, including any interest therein, and also including shares of stocks, bonds, debentures, notes, evidences of indebtedness and other securities, contracts or obligations of any kind whatsoever.

5. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to this Corporation.

6. To engage in activities which are necessary, suitable, or convenient for the accomplishment of those purposes, or which are incidental thereto, or connected therewith; and to conduct its business and carry out those purposes in any State, Territory, District, or Possession of the United States, or in any other foreign country, to the extent not forbidden by law.

#### ARTICLE IV

1. The aggregate number of shares which the Corporation shall have authority to issue is 50,000 shares.

2. Such shares are to consist of one class of common stock with a par value of \$1.00 for each of such shares.

#### ARTICLE V

This Corporation will not commence business until at least \$500.00 has been received as consideration for the issuance of shares.

#### ARTICLE VI

The pre-emptive rights of the Shareholders to acquire additional shares or treasury shares of the Corporation shall be denied.

#### ARTICLE VII

The shareholders shall not have cumulative voting rights.

#### ARTICLE VIII

The provisions for the regulations of the internal affairs of the Corporation shall be set forth in the Bylaws.

#### ARTICLE IX

Provisions for the restriction on the transferability of the Corporation's stock shall be set forth in the Bylaws.

#### ARTICLE X

The address of the original Registered Office of this Corporation is North 1325 Division Street, Spokane, Washington.

The name of the initial Registered Agent of this Corporation at that address is G. J. Carter.

#### ARTICLE XI

The initial Board of Directors pursuant to RCW 23A.08.350 shall consist of two members. The names and addresses of the persons who are to serve as Directors until the First Annual Meeting of the Shareholders or until their successors be selected and qualified are as follows:

G. J. Carter  
28404 Piney Ridge Road North  
Spokane, Washington 99003

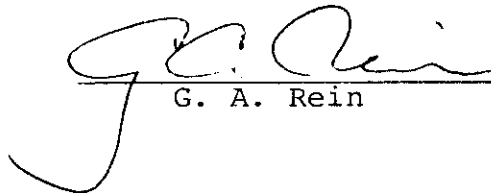
Gayle E. Carter  
28404 Piney Ridge Road North  
Spokane, Washington 99003

#### ARTICLE XII

The name and address of the incorporator of this Corporation is as follows:

G. A. Rein  
Lukins, Annis, Shine, McKay,  
Van Marter & Rein, P.S.  
1600 Washington Trust Financial Center  
Spokane, Washington 99204

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, executed these Articles of Incorporation and certifies to the truth of the facts herein stated, this 33 day of August, 1978.

  
\_\_\_\_\_  
G. A. Rein

STATE OF WASHINGTON )

) ss.

County of Spokane )

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Washington, certify that G. A. REIN, being the incorporator referred to in the foregoing Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and notarial seal this 22 day of August, 1978.

Victoria M. Bouley  
Notary Public in and for the State  
of Washington, residing at Spokane