

**ARTICLES OF INCORPORATION**  
**OF**  
**SUPERIOR OUTDOOR PRODUCTS, INC.**

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is Superior Outdoor Products, Inc.

**SECOND:** The aggregate number of shares which the corporation shall have authority to issue is five thousand (5,000) shares of common stock of the par value of one dollar (\$1.00) per share.

**THIRD:** The address of the initial registered office of the corporation is 150 Industrial Road, Alabaster, Alabama 35007, and the name of its initial registered agent at such address is Dan L. Moultrie.

**FOURTH:** The name and address of the incorporator is:

Bruce A. Rawls  
3100 SouthTrust Tower  
420 N. 20th Street  
P. O. Box 830719  
Birmingham, Alabama 35283

**FIFTH:** The number of directors constituting the initial board of directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Dan L. Moultrie	2545 Dolly Ridge Road Birmingham, Alabama 35243

**SIXTH:** The purposes for which the corporation is organized are as follows:

- (a) To manufacture, construct, fabricate, buy, sell, import, export and otherwise deal in and with clothing and accessories of natural and synthetic fibers; to manufacture or otherwise obtain thread, buttons, fittings, and similar accessories for use in such endeavor; and to obtain and dispose of supplies, materials, tools, machinery, appliances and apparatus necessary or useful in such manufacture;
- (b) To conduct and carry on its business or any branch of its business in any state or territory of the United States or in any foreign country in conformity with the laws of that state, territory, or foreign country, and to have and maintain in any state, territory, or foreign country a business office, plant, store or other facility;
- (c) To apply for, purchase, or acquire by assignment, transfer, or otherwise, and to exercise, carry out, and enjoy any license, power, authority, franchise, concession, right or privilege that any government, authority, corporation, or legal entity may be empowered to enact, make, or grant;
- (d) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;
- (e) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (f) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (g) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (h) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (i) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (j) To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

**SEVENTH:** No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the board of directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

**EIGHTH:** A director of the corporation shall have no liability to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director except liability for (A) the amount of financial benefit received by the director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or shareholders; (C) a violation of Section 10-2B-8.33 of the Alabama Business Corporation Act; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

**NINTH:** The period of the corporation's duration is perpetual.

**TENTH:** The shareholders of the corporation reserve the right to adopt the initial Bylaws of the corporation. The Board of Directors of the corporation is expressly authorized to alter, amend, or repeal the Bylaws; but the Bylaws so altered, amended or repealed by the Board of Directors may be altered, amended or repealed by the shareholders at any annual meeting or at any special meeting for which notice of such alteration, amendment or repeal by the shareholders is given.

DATED: March 14, 1996.



Bruce A. Rawls  
Incorporator

This document prepared by:

Bruce A. Rawls, Attorney-at-Law  
BURR & FORMAN  
P. O. Box 830719  
Birmingham, Alabama 35283-0719

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

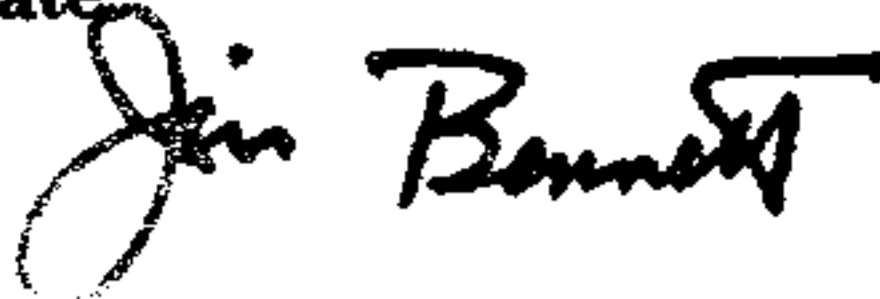
Superior Outdoor Products, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Bruce Rawls, P O Box 830719, Birmingham, AL 35283-0719 for a period of one hundred twenty days beginning February 6, 1996 and expiring June 6, 1996.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 6, 1996

Date



Jim Bennett

Secretary of State



Inst # 1996-08377

03/14/1996-08377  
01:15 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
005 NCD 90.00