

# CERTIFICATE OF INCORPORATION OF

PRINTING MASTERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 04, B90



SECRETARY OF STATE

by: Elizaleti Garala

### ARTICLES OF INCORPORATION

RECEIVED SEC. OF STATE

OF

# PRINTING MASTERS, INC. '90 DEC, 4 AM 8 45

KNOW ALL MEN BY THESE PRESENTS: That we, the under-signed, Mel Moeller and Mario Garcia Rojas, all residents of the State of Idaho, each and all of whom are citizens of the United States and natural persons of full age, have this day voluntarily associated ourselves together for the purpose of forming a corporation for profit under the laws of the State of Idaho, and we do hereby certify and state:

I.

That the name of the corporation is and shall be Printing Masters, Inc..

II.

That subject to dissolution in the manner provided by law, the life of this corporation shall be perpetual.

III.

That the purpose for which this corporation is formed are as follows:

A. To carry on the business of exercising, performing, developing, manufacturing, producing, obtaining, promotion, selling and distributing rights, services, goods, wares, and merchandise of all kinds, including but not by way of limitation, those in the chemical, mineral, pharmaceutical, biological, medicinal, agricultural, mechanical and electrical fields; printing;

B. To carry on such business alone, in, with or as agent for other individuals, partnerships, joint ventures, corporations, syndicates or other forms of enterprise.

IV.

That the location and post office address and registered agent of the registered office of this corporation shall be 261 Blue Lakes Blvd. North, P. O. Box 2292, Twin Falls, Idaho 83301. The name of its initial registered agent at at such address is Mel Moeller.

The total authorized stock of this corporation shall be divided into 1,000 shares, all of which shall be without par value. The Board of Directors may, from time to time, fix the consideration for which shares without par value shall be issued and sold. Said stock shall be nonassessable. The names and post office addresses of each of the incorporators and the number of shares subscribed by each is as follows:

Name	Address	No. Shares
Mario Garcia Rojas	720 Sunrise Blvd. N. Twin Falls, Idaho 83301	100
Mel Moeller	424 Wakefield P. O. Box 2292 Twin Falls, Idaho 83301	100

VI.

All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services, or any other right or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same as though paid for in cash at par, and the directors shall be the sole judges of the value of any property right or thing acquired in exchange for capital stock. Each issued and fully paid share of stock shall be nonassessable.

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the board of directors and as may be permitted by law.

VIII.

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

IX.

Whenever the corporation shall have in effect a valid election, neither terminated nor revoked, to be taxed pursuant to Subchapter S of the Internal Revenue Code of 1954, or any amendment thereof, no attempted transfer or hypothecation, voluntary or involuntary (including any caused by the death of a stockholder), of any stock of the corporation shall be effective unless and until the proposed transferee shall have timely executed and delivered any consent or other documents required to maintain in full force and effect such election.

Х.

The corporation shall have the power to adopt a plan for the issuance of stock in accordance with the provisions of Section 1244 of the Internal Revenue Code of 1954, or any amendment thereof.

XI.

No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is

owned by the corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in any contract or transaction of the corporation any director of the corporation who is so interested may be counted in determining the distance of a quorum at any meeting of the board of directors of the company which shall authorize such contract or transaction with like force and effect as if he were not such director or officer of such other corporation and not so interested.

#### XII.

In case of stockholder desires to sell his share of shares of stock, he must first offer them for sale to the remaining stockholders. It being the intention thereof to give them a preference to the purchase of the same and any attempted sale in violation of this provision is null and void. The stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale and unless the terms are accepted by any or all of the other stockholders within thirty (30) days thereof, they shall be deemed to have waived their privilege of purchasing and he be at liberty to sell to anyone else upon the same terms as were offered to the other stockholders.

#### XIII.

That the business of the corporation shall be managed by a Board of Directors composed of at least (3) shareholders. The number of directors is three. The names and the residences of the persons who are appointed to act until the first meeting

## of their successors are as follows:

Name	Address	No. Shares
Mario Garcia Rojas	720 Sunrise Blvd. N. Twin Falls, Idaho 83301	100
Mel Moeller	424 Wakefield P. O. Box 2292 Twin Falls, Idaho 83301	100

IN WITNESS WHEREOF, The parties hereto have hereunto set their hands this 2 day of October, 1990.

mel moelle

State of Idaho ) )ss.
County of Twin Falls )

On this 2 day of October, 1990, before me, the undersigned, a Notary Public for Idaho, personally appeared Mel Moeller, and Mario Garcia Rojas known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Notary Public for Idaho

Residing at: Twin Falls
My Commission Expires: June 1, 1996