

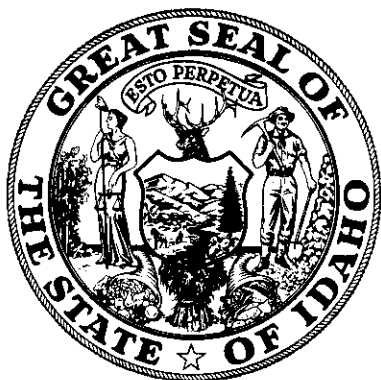
CERTIFICATE OF INCORPORATION  
OF

ON THE ROX, 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: March 31, 1986



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF

ON THE ROX, INC.

RECEIVED  
SEC. OF STATE

86 MAR 31 AM 9 04

The undersigned, acting as incorporators under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is ON THE ROX, INC.

ARTICLE TWO

DURATION

The duration of the corporation shall be perpetual.

ARTICLE THREE

PURPOSES AND POWERS

The corporation shall have all powers and purposes specified by the Idaho Business Corporations Act.

ARTICLE FOUR

STOCK

The aggregate number of shares which the corporation shall have authority to issue is 1,000 in number and shall be of \$1.00 par value. Said shares of stock shall be fully paid for before being issued, and after issuance shall be nonassessable.

ARTICLE FIVE

LOCATION

The location and address of the initial registered office of the corporation is 101 Grand Teton Mall, Idaho Falls,

Idaho 83401, and the name of its initial registered agent at such address is David M. Smith.

#### ARTICLE SIX

##### INCORPORATORS

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
David M. Smith	3040 Tipperary Lane Idaho Falls, Idaho 83401
Ricky Jack Ackerman	665 South Skyline Drive Idaho Falls, Idaho 83402
Don K. Williams	401 Montcliff Circle Idaho Falls, Idaho 83401

#### ARTICLE SEVEN

##### BOARD OF DIRECTORS

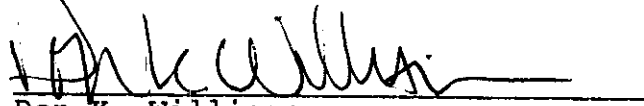
The number of directors constituting the initial board of directors is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
David M. Smith	3040 Tipperary Lane Idaho Falls, Idaho 83401
Ricky Jack Ackerman	665 South Skyline Drive Idaho Falls, Idaho 83402
Don K. Williams	401 Montcliff Circle Idaho Falls, Idaho 83401

IN WITNESS WHEREOF, we have hereunto set our hands and  
seals this 27 day of March, 1986.

  
David M. Smith

  
Ricky Jack Ackerman

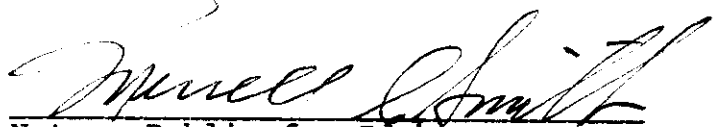
  
Don K. Williams

STATE OF IDAHO                    )  
  ) ss.  
County of Bonneville            )

ON THIS 27 day of March, 1986, before me, a Notary  
Public in and for said State, personally appeared David M. Smith,  
known to me to be the person whose name is subscribed to the  
within and foregoing instrument, and acknowledged to me that he  
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.

(SEAL)

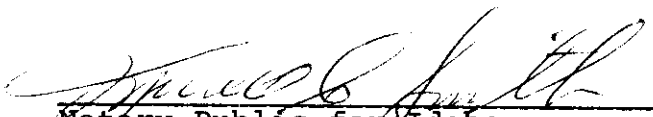
  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: 6-5-91

STATE OF IDAHO                    )  
                                      ) ss.  
County of Bonneville            )

ON THIS 27 day of March, 1986, before me, a Notary Public in and for said State, personally appeared Ricky Jack Ackerman, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he 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.

(SEAL)

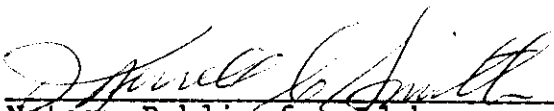
  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: 6-5-91

STATE OF IDAHO                    )  
                                      ) ss.  
County of Bonneville            )

ON THIS 27 day of March, 1986, before me, a Notary Public in and for said State, personally appeared Don K. Williams, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he 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.

(SEAL)

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: 6-5-91