



CERTIFICATE OF INCORPORATION
OF

AMERICAN LEE, INC.

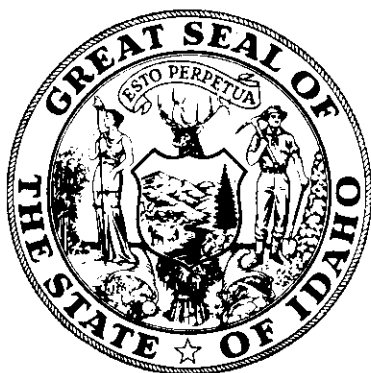
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

AMERICAN LEE, INC.

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: *February 6, 1984*



SECRETARY OF STATE

by: _____

FILED 6 9 24 AM '81

ARTICLES OF INCORPORATION

OF

AMERICAN LEE, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE ONE. Name. The name of the corporation is American Lee, Inc.

ARTICLE TWO. Purposes. The purposes of the corporation are to transact the business of advertising, promoting and developing the business of other corporations, partnerships, or individuals for hire, or upon commission, or otherwise, by and through the means of preparing advertising for other corporations, partnerships or individuals, and of advertising the business, commodities, or other property, real, personal or mixed, of other corporations, partnerships or individuals in newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets, or other similar literature and advertising media; to do a general business as commission merchant, selling agent, and factor under del credere commission in the manner and to the same extent as natural persons could do; to carry on any and all business as manufactures, producers, merchants, wholesale and retail, importers, and exporters, generally without limitation as to class of products and merchandise, and to manufacture, produce, adapt, repair, buy, sell, and otherwise deal in any materials, articles, or things within the United States; to make and enter into all kinds of

contracts, agreements and obligations by or with any person or persons, corporation, or corporations for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, all goods, wares, and merchandise within the United States; to carry on and undertake any business, undertaking, transaction, or operation commonly carried on or undertaken by merchants, commission men, factors, importers, and manufacturer's agents, and exporters, and in the course of such business to draw, accept, endorse, acquire, and sell all or any negotiable or transferable instruments and securities, and to make and enter into all kinds of contracts, agreements, and obligations by or with any person requiring, manufacturing, repairing, and selling, and dealing in any articles of goods, wares, or merchandise; and to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE. Duration. The period of duration of the corporation is perpetual.

ARTICLE FOUR. Registered Office and Registered Agent. The address of the corporation's initial registered office in the state of Idaho is 690 Yellowstone, Suite G, City of Pocatello, County of Bannock, State of Idaho, 83201. The name of the corporation's initial registered agent at such address is M.B. Clark.

ARTICLE FIVE. Stock. The total authorized number of par value shares of stock is Five Hundred (500) share. The aggregate par value of the total authorized number of par value shares is

Fifty Thousand Dollars (\$50,000.00).

ARTICLE SIX. Directors. The number of directors constituting the initial board of directors is three (3) and the names and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Edward L. Ashcraft
1108 Cherry Lane
Pocatello, Idaho 83201

Mark G. Otis
Route 2 Box 113
Pocatello, Idaho 83201

~~Michael G. Otis~~
1281 Santa Anita
Pocatello, Idaho 83201

ARTICLE SEVEN. Incorporators. The names and addresses of each of the incorporators are:

Edward L. Ashcraft
1108 Cherry Lane
Pocatello, Idaho 83201

~~Mark G. Otis~~
~~Route 2 Box 113~~
~~Pocatello, Idaho 83201~~

~~Michael G. Otis~~
1281 Santa Anita
Pocatello, Idaho 83201

*as per
Helen
Clark*

~~Milt M. Tate~~
~~2995 Midway Ave.~~
~~Ammon, Idaho 83401~~

EXECUTED in duplicate this 3rd day of February, 1984.


Edward L. Ashcraft

State of Idaho

:ss

County of Bannock

On this 3rd day of February, 1984, before me, a notary public in and for said State, personally appeared Edward L. Ashcraft, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

Mamie Jones
Notary Public for Idaho
Residing at Pocatello, ID