

ARTICLES OF INCORPORATION FOR OUTDOOR DESIGNS, INC.

Article I. Name.

The name of this corporation is Outdoor Designs, Inc..

Article II. Period of Duration.

The duration of this corporation is to be perpetual.

Article III. Purposes and Powers.

Section 3.01 Purposes. The purposes for which this corporation is organized are as follows: to engage in the business of constructing and maintaining outdoor advertising and any other lawful enterprise as approved by the Board of directors; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose or which are incidental thereto or connected therewith; and to conduct its business and carry out that purpose in any state, territory, district or possession of the United States or in any foreign country, to the extent not forbidden by law.

Section 3.02 Powers. This corporation shall have all the powers specified in sections § 30-1-202 et sec. of the Idaho Business Corporation Act, (the "Act").

Article IV. Stock Clauses.

The aggregate number of shares which this corporation shall have authority to issue is 1,000 shares with no par value.

Article V. Preemptive Rights and Related Matters

Section 5.01 Statements of Preemptive Rights. After the first 100 shares of this corporation's authorized shares have once been issued, each holder of shares in this corporation shall have the first right to purchase shares (and securities convertible into shares) of this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

Section 5.02 Prohibition of Issue of Shares for Other Than Money. Shares in this corporation shall not be issued for consideration other than money or in payment of a debt of the corporation, without the unanimous consent of all the shareholders.

Article VI. Provisions for Regulation of the Corporation's Internal Affairs

Section 6.01 Meetings of Shareholders and Directors. Meetings of the shareholders and directors of this corporation may be held either within or without the state of Idaho at

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such place or places as may from time to time be designated in the code of bylaws or by resolution of the board of directors.

Section 6.02 Code of Bylaws. The initial code of bylaws of this corporation shall be adopted by its board of directors. The power to amend or repeal the bylaws or to adopt a new code of bylaws shall be in the shareholders, but the affirmative vote of the holders of three-fourths of the shares outstanding shall be necessary to exercise that power. The code of bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Act and these articles of incorporation.

Section 6.03 Contracts in Which Directors Have an Interest. No contract or other transaction of this corporation with any person, firm or corporation or no contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this corporation is interested in or is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of this corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with this corporation for the benefit of himself or any firm, or corporation in which he may be interested.

Article VII. Registered Office and Registered Agent

The address of the initial registered office of this corporation is 500 West Bannock, Boise, Idaho 83702. The name of the initial registered agent of this corporation at that address is T. J. Angstman.

Article VIII. Information on Directors

The initial board of directors shall consist of two members. The name and address of the persons who will to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are as follows: Shawn Blanchard, 3468 E. Presidential Drive, Meridian, ID 83642 and Bobbi Blanchard, 3468 E. Presidential Drive, Meridian, ID 83642.

Article IX. Information on Incorporators

The names and addresses of the incorporators of this corporation are as follows: Shawn Blanchard, 3468 E. Presidential Drive, Meridian, ID 83642.

IN WITNESS WHEREOF, the undersigned, being the incorporator(s) of this corporation, execute these articles of incorporation and certify to the truth of the facts herein stated, this 16th day of December 1999.



Shawn Blanchard
Incorporator