

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ADVERTISING VISUALS, 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: August 5, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

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The undersigned persons, pursuant to Section 30-1-54, of the IDAHO BUSINESS CORPORATION ACT 1993, hereby execute the following document and set forth:

1. The name of the corporation is Advertising Visuals, Inc.
2. The domicile address is 440 Park Avenue, Idaho Falls, Idaho 83402.
3. The period of duration is perpetual.
4. The purpose or purposes for which this corporation is organized is to engage in, but not limited to, the sales of advertising specialties, or any or all lawful business for which corporations may be incorporated under this act for profit.
- 5., (a) The number and classes of shares the corporation is authorized to issue are as follows:

<u>CLASS</u>	<u>No of shares authorized</u>
<u>Common</u>	<u>1,000 shares</u>

(b) Par Value of \$1.00. (one dollar) per share.

6. The street address of its initial registered office is:

440 Park Avenue; Idaho Falls, Idaho 83402.

and the name of its initial registered agent at such address is William M. Rogers.

7. The name and complete address of each incorporator is as follows:

(a). William M. Rogers; 440 Park Avenue; Idaho Falls, Idaho 83402.

(b). Elizabeth (Bowen) Rogers; 440 Park Avenue; Idaho Falls, Idaho 83402.

(c). L. DeWayne Russell; Professional Business Service; Post Office Box 371; Ridgeland, MS. 39158.

8. The above named incorporators will serve as the initial board of directors until the first annual meeting of stockholders or until their successors are elected and qualify.

9. Except as provided for under Section 30-1-48, Idaho Code, this provision eliminates the personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

10. SIGNED AND SEALED on this the Tenth day of April, 1993 at the first meeting of the incorporators held at the office of L. DeWayne Russell; Professional Business Service; 142 Dogwood Circle; Brandon, Mississippi 39042.


William M. Rogers, Incorporator


Elizabeth (Bowen) Rogers, Incorporator


L. DeWayne Russell, Incorporator