

98027

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

TWIN FALLS SIGN COMPANY

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 26, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Sheryl Davis

ARTICLES OF INCORPORATION

OF

TWIN FALLS SIGN COMPANY

RECEIVED
SEC. OF STATE

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KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being of full age and citizens of the United States do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and we certify in writing:

**ARTICLE I
NAME**

The name of the corporation shall be *TWIN FALLS SIGN COMPANY*.

**ARTICLE II
PURPOSES AND POWERS**

The purposes for which this corporation is formed are to engage in the business of owning and operating a sign company and further to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act, or by any lawful powers and privileges incidental, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purpose of the corporation.

**ARTICLE III
DURATION**

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE**

The registered office of the corporation in the State of Idaho shall be located at 1866 Elizabeth Blvd., Twin Falls, ID 83301. The post office address of the registered office of the corporation in the State of Idaho, County of Twin Falls, shall be 1866 Elizabeth Blvd., Twin Falls, ID 83301. Edward A. Overacre shall be the registered agent at the address set forth above.

**ARTICLE V
CORPORATE STOCK**

The aggregate number of common shares which the corporation shall have authority to issue is 10,000, all of which shall have no par value.

**ARTICLE VI
INCORPORATORS**

The names and post office addresses of the incorporators are:

NAMES	ADDRESSES
Edward A. Overacre	1866 Elizabeth Blvd. Twin Falls, ID 83301
Ross Parton	1866 Elizabeth Blvd. Twin Falls, ID 83301

**ARTICLE VII
MANAGEMENT**

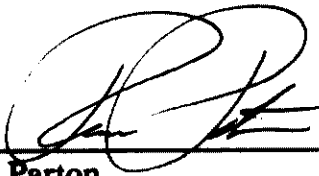
The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as the board of directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

**ARTICLE VIII
BY-LAWS**

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

Dated this 21 day of March, 1992.


Edward A. Overacre

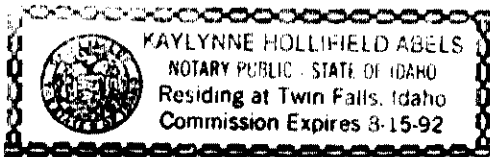


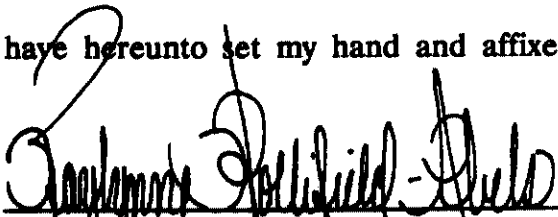
Ross Parton

STATE OF IDAHO)
)
County of Twin Falls)

On this 11th day of March, 1992, before me, the undersigned, a notary public in and for said county and state, personally appeared Edward A. Overacre, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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



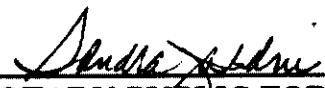


NOTARY PUBLIC FOR IDAHO
Residing at: TWIN FALLS, ID
Commission Expires: 8-15-92

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 23rd day of March, 1992, before me, the undersigned, a notary public in and for said county and state, personally appeared Ross Parton, known to me to be the person whose name is subscribed to the within instrument and acknowledged me to that he executed the same.

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



NOTARY PUBLIC FOR IDAHO
Residing at: Boise Idaho
Commission Expires: 2-26-94

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