

FILED/EFFECTIVE

JUN 2 3 59 PM '00

**SECRETARY OF STATE
STATE OF IDAHO**

Articles of Incorporation

of

Oreana Productions, Inc.

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, being of full age and citizens of the United States have this day adopted the following articles to form a corporation under Idaho law.

And I hereby certify in writing:

ARTICLE I

NAME

The name of said corporation shall be Oreana Productions, Inc.

ARTICLE II

PURPOSES AND POWERS

The purpose for which this corporation is formed is to engage in and conduct all lawful business.

ARTICLE III

DURATION

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

ARTICLE IV

REGISTERED OFFICE

Unless and until hereafter changed as may be permitted by law, the registered office of said corporation in the State of Idaho shall be located in the County of Ada, and the post office address of the registered office of said corporation in the State of Idaho, County of Ada,

IDAHO SECRETARY OF STATE
06/05/2000 09:00
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shall be 1311 First St. South Ste. 5, Nampa, Idaho 83651. Larry J. Maupin shall be the registered agent at that address.

ARTICLE V

CORPORATE STOCK

A. The aggregate number of shares which the corporation shall have authority to issue is Ten Million (10,000,000), all of which shall have no par value. All such shares shall be common voting shares.

B. The relative rights, privileges, and limitations of all shares shall be in all respects identical, share for share.

ARTICLE VI

INCORPORATORS

Following is the name and post office address of the incorporators:

NAME OF INCORPORATOR

POST OFFICE ADDRESS

Larry J. Maupin

1311 First St. South Ste. 5, Nampa, Idaho 83651

ARTICLE VII

MANAGEMENT

A. The business of the corporation shall be managed by a board of at least three (3) directors, except that if all of the shares of the corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. The shareholders may elect up to nine directors. Directors need not be shareholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified.

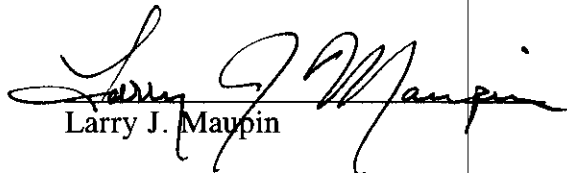
B. The Incorporator listed in Article VI above shall serve as director until the first meeting of shareholders or until successor director or directors are elected and qualify.

ARTICLE VIII

BY-LAWS

The power to adopt, repeal and amend the By-Laws of the corporation shall be in the stockholders and the By-Laws may be amended, adopted, or repealed by a majority vote of the stock issued and entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 2nd day of June, 2000.

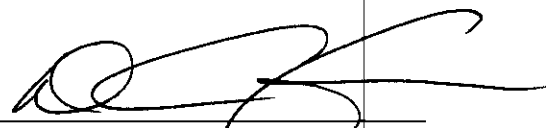

Larry J. Maupin

STATE OF IDAHO)

) ss.

County of Ada)

I, D. Alan Kofoed, a Notary Public, do hereby certify that on this 2nd day of June, 2000, personally appeared before me Larry J. Maupin, who, being by me first duly sworn, declared that he is the Incorporator of Oreana Productions, Inc., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Boise
Commission expires: 5/8/2002