

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

CONSUMER ELECTRONICS, INC.

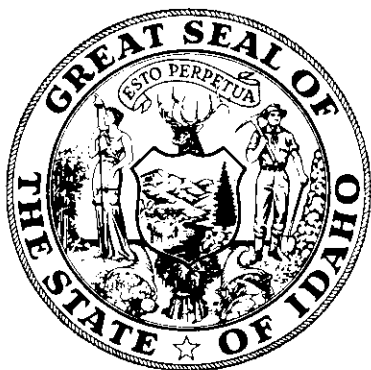
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CONSUMER ELECTRONICS, 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: *June 29, 1983*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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SECRETARY OF
STATE

ARTICLES OF INCORPORATION

OF

CONSUMER ELECTRONICS, INC.

The undersigned, acting as incorporator of CONSUMER ELECTRONICS, INC., a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is CONSUMER ELECTRONICS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act and as such may be amended.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is five thousand (5,000) shares of common stock of a par value of \$1.00 per share, an aggregate total capital of FIVE THOUSAND AND NO/100 DOLLARS (\$5,000.00).

FIFTH: Provisions denying preemptive rights are: There are no preemptive rights.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: The By-Laws shall set the number of and qualifications of Directors and Officers and shall set forth any restrictions, if any, on the transfer of shares.

SEVENTH: The address of the initial registered office of the corporation is P. O. Box 811, Cascade, Idaho 83611, and the name of its initial registered agent at such address is MALCOLM E. OLSON.

EIGHTH: The number of Directors constituting the initial Board of Directors of the corporation is as set forth in the By-Laws, and the

names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
MALCOLM E. OLSON	Box 811 Cascade, Idaho 83611
ROBERT E. ZACH	Star Route Box 30 Smiths Ferry, Idaho 83602

NINTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
MALCOLM E. OLSON	Box 811 Cascade, Idaho 83611

DATED this 27th day of June, 1983.


MALCOLM E. OLSON