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State of Idaho

Department of State

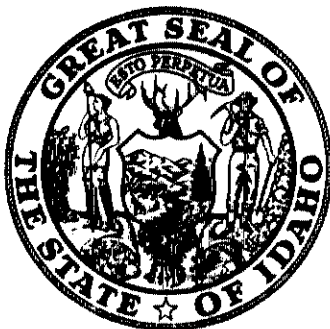
CERTIFICATE OF INCORPORATION OF

FOOTAGE, 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 

**ARTICLES OF INCORPORATION
OF
FOOTAGE, INC.**

AUG 5 1 00 PM '93
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age, citizens of the United States and residents of the State of Idaho, this day have voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify as follows:

ARTICLE I

The name of this Corporation shall be FOOTAGE, INC.

ARTICLE II

The existence of this corporation shall be perpetual.

ARTICLE III

The principal and registered office of this corporation shall be at 225 1/2 W. Franklin Rd, Ada County, Meridian, Idaho 83642; but the corporation may maintain an office in such towns, cities, or places inside or outside the State of Idaho as the Board of Directors may from time to time determine, or as may be designated by the By-Laws of said corporation. The registered agent in charge thereof is GEORGE S. FISHEL at 225 1/2 W. Franklin Rd., Ada County, Meridian, Idaho 83642.

ARTICLE IV

The purpose for which this corporation is organized is to include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE V

The total amount of capital stock of this corporation is ten thousand dollars (\$10,000.00), and the number of shares into which it is divided is ten thousand (10,000) with a par value of one dollar (\$1.00) each. Of this total capital stock, ten thousand shares (10,000) with an aggregate value of ten thousand dollars (\$10,000.00) are common stock. No preferred stock will be claimed or issued.

ARTICLE VI

The members of the governing board of this corporation shall be styled "Directors", and the Board of Directors shall consist of not less than (1) nor more than seven (7) members, as may be provided by the By-Laws of the corporation.

ARTICLE VII

The name and address of each of the incorporators signing these Articles of Incorporation are as follows:

NAME	ADDRESS
George S. Fishel	734 Pennwood Street Meridian, Idaho 83642
Larree G. Fishel	734 Pennwood Street Meridian, Idaho 83642

ARTICLE VIII

A member of the Board of Directors of this corporation shall not be required to be a holder of any shares of capital stock of this corporation.

ARTICLE IX

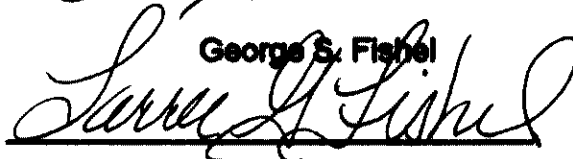
The number of directors constituting the initial Board of Directors is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected are as follows:

NAME	ADDRESS
George S. Fishel	734 Pennwood Street Meridian, Idaho 83642
Larree G. Fishel	734 Pennwood Street Meridian, Idaho 83642

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we the undersigned constituting the incorporators of the corporation have executed these Articles of Incorporation this 22nd day of July, 1993.



George S. Fishel



Larree G. Fishel