

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NOAH'S ART GREETING CARDS, INC.
File number C 118341

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: February 18, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Wiley J. Clark*

ARTICLES OF INCORPORATION

OF

NOAH'S ART GREETING CARDS, INC.

FEB 18 4 35 PM '97

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for this corporation:

I.

The name of this corporation shall be Noah's Art Greeting Cards, Inc.

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The address of the initial registered office of this corporation is c/o Elam & Burke, 702 W. Idaho, 10th Floor, Boise, Idaho 83702. The name of the initial registered agent at such address is Harry M. Lane.

IV.

The nature of the business and the object and purpose of this corporation shall be as follows:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

That the total authorized number of shares of this corporation shall be 1,000,000 shares, each of no par value, which said shares shall be common stock and shall not be subject to assessment.

IDAHO SECRETARY OF STATE
DATE 02/19/1997
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VI.

The name and post office address of the sole incorporator are as follows:

<u>Name</u>	<u>Address</u>
J. Kent Erickson	P.O. Box 1858, Boise, ID 83701

VII.

The first board of directors shall consist of two (2) directors, but during their terms of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the bylaws.

The following persons are named directors of the corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
J. Kent Erickson	P.O. Box 1858, Boise, ID 83701
Cynthia J. Erickson	P.O. Box 1858, Boise, ID 83701

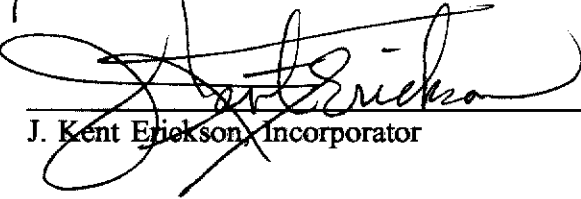
VIII.

No holder of any shares of the corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of the corporation now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IX.

All or any meetings of the shareholders, or of the board of directors, may be held within or without the State of Idaho.

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of
Incorporation this 17 day of February, 1997.



J. Kent Erickson, Incorporator