

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

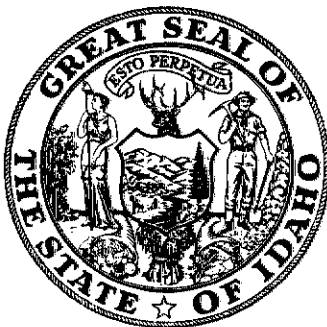
SPOTLIGHT EVENTS, INC.

File number C 110355

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: April 25, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION

OF

SPOTLIGHT EVENTS, INC.

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KNOW ALL MEN BY THESE PRESENTS: That We, the undersigned, being citizens of the United States of America, and of full legal age, being residents of the State of Idaho, have this day voluntarily associated together for the purpose of forming a domestic, profit-making Corporation under the, and pursuant to the laws of the State of Idaho, and We do hereby certify as follows:

ARTICLE I

Corporate Name:

The name of this Corporation shall be "SPOTLIGHT EVENTS, INC."

ARTICLE II

Principle Office and Registered Agent:

The principle office of the Corporation in the State of Idaho, is at 966 Steeple View Dr., Eagle, County of Ada, State of Idaho. The registered Agent at this address is Michelle T. Kresge, Corporate President. Mail is to be addressed to said agent at 7154 W. State Street, #199, Boise, Idaho 83703.

ARTICLE III

Corporate Duration:

The Corporation shall have perpetual existence, unless sooner dissolved by lawful act of the Corporation or by reason of law.

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ARTICLES OF INCORPORATION-1

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ARTICLE IV

Corporate Purposes:

The purposes for which this Corporation is organized are:

(1) To perform or undertake any act, in any part of the world or to do any or all of the things herein set forth to the same extent as principals, agents, contractors, trustees, or otherwise, and either alone or in company of others.

(2) To provide general business services including but not limited to delivering high quality, professional dance competitions in mid-sized cities throughout the Western United States.

(3) To offer well organized, prestigious, dynamic events and enter into, make, perform and carry out, contracts, by recognizing the talents of the participants while promoting the performing arts in these communities, and to strive for a fun, exciting, and satisfying experience for everyone involved.

(4) To transact any lawful business and to have and exercise all powers necessary or convenient to effect any and all lawful purposes.

ARTICLE V

Capital Stock:

The capital stock of this Corporation shall be of one class, non-assessable, issuable as follows:

(1) The total authorized number of shares shall be FIVE THOUSAND (5,000) AUTHORIZED SHARES, with a par value of ONE DOLLAR (\$1.00), lawful money of the United States of America.

(2) Each share of capital stock shall be entitled to one vote at any shareholders meeting, which may be voted either in person or proxy.

(3) No share of capital stock of this Corporation may be sold or transferred on the Corporate books without the consent of the Board of Directors, but in the event that a shareholder requests sale or transfer of his stock and is refused, the Corporation must purchase such share or shares at the market value of said share or shares at the time of requests or within a reasonable time thereafter.

(4) The Corporation may deal in its' own shares, but in no event shall any shares held by the Corporation be voted, nor shall any shares which may have been pledged or hypothecated by the Corporation unless the same are transferred to the holder.

ARTICLE VI

Incorporators:

The name and post office addresses of the Incorporators of this Corporation, who are natural born citizens of the United States and more than twenty-one years of age are as follows:

Michelle T. Kresge
966 Steeple View Dr.
Eagle, ID 83616

Tamra L. Barendregt
Rt. 2, Box 2045
Heyburn, ID 83336

ARTICLE VII

Board of Directors:

The Board of Directors of this Corporation shall be composed of not less than one, nor more than three, individuals who shall be elected by the Stockholders at their organizational meeting as the By-Laws provide; and thereafter shall be elected each year as terms expire at the Annual Stockholders Meeting.

Directors shall serve, during good behavior until their successors have been elected and instituted at the Annual Board Organizational Meeting or Special Board Meeting called to institute a newly elected or appointed Director. Vacancies shall be filled temporarily by the Board of Directors from Stockholders of record until the next Annual Stockholders Meeting at which time an election for the unexpired terms shall be held.

The Directors shall meet immediately following the Stockholders Organizational Meeting and after each Annual Stockholders Meeting for the purpose of organizing themselves by electing a Chairman and such other officers as the Corporation may desire or deem necessary.

The Board shall meet from time to time as may be required, and any number equalling fifty-one percent (51%) or more of the Directors elected, shall constitute a quorum for business.

The Board shall be responsible for Corporate policy and shall be responsible for supervision of Corporate business including the hiring and firing of personnel, setting salaries or wages, entering agreements and direction of enterprises in which the Corporation may be engaged. All Corporate officers shall be directly responsible to the Board, and shall carry misconduct on the part of any elected or appointed officer and subject such officer to removal upon confrontation, hearing and finding of misconduct by a vote of holders of two-thirds of the Company Stock, or the elected Board of Directors.

The Board of Directors may be paid a gratuity for their services on the Board, to be determined at the Annual Stockholders Meeting by vote of the Stockholders. Board members may become employees of the Corporation and recompensed for services as are other employees.

The initial Board of Directors will be:

Michelle T. Kresge
966 Steeple View Dr.
Eagle, ID 83616

Tamra L. Barendregt
Rt. 2, Box 2045
Heyburn, ID 83336

until the first Organizational meeting, or until their successors be elected and qualified.

ARTICLE VIII

Corporate Officers:

There shall be elected at the Annual Meeting of Stockholders which shall be held as near the anniversary date of these Articles as practicable after due notice to Stockholders of record who shall serve according to the Corporate By-Laws and shall not be governed by the one-year term provisions and may serve in the position of Corporate officer as well as a Director until their successors are elected and qualified: President; Vice-President, and; Secretary/Treasurer.

There may be also elected such other officers as Stockholders deem necessary. Directors shall serve staggered terms according to Corporate By-Laws and shall not be governed by the one-year term provisions.

A majority of the outstanding Stockholders, present by proxy, or in person, shall constitute a quorum at any Annual or Special Meeting of the Stockholders.

ARTICLE IX

Dissolution-Disposition of Assets:

This Corporation may be dissolved by lawful procedures provided by the laws of the State of Idaho by a vote of stockholders who own two-thirds of all outstanding stock at any Stockholders meeting. In the event that the Corporation becomes defunct or inactive for a period of five years or more, any person having an interest in the Corporation may petition for dissolution according to law without consent of the Stockholders.

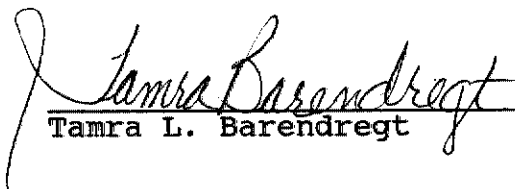
Upon dissolution of the assets of the Corporation, if there be any, shall be disposed of lawfully and the proceeds distributed to the outstanding Stockholders pro-rate. If a Stockholder cannot be located after reasonable search, any sums to which he shall be entitled, shall be delivered to his descendants or other beneficiary designated by the Stockholder.

ARTICLE X

Taxation of Corporation:

The Corporation shall elect to be taxed as an "S" Corporation under the Internal Revenue Code.

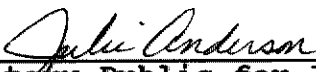
The Corporation shall only authorize and issue one class of stock (voting common).


Tamra L. Barendregt

STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of April, 1995, before me, the undersigned Notary Public in and for said State, personally appeared Tamra L. Barendregt, known to me to be one of the Incorporators of SPOTLIGHT EVENTS, INC., whose signature is affixed to the foregoing Articles of Incorporation, and acknowledged to me that she executed the same as an incorporator of SPOTLIGHT EVENTS, INC.

IN WITNESS WHEREOF, I have set my hand and seal the day and year in this certificate first above appearing.


Notary Public for Idaho
Residing at Eagle, Idaho
My commission expires: 03/08/2000