

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ~~JAS. H. YOUNG~~ ~~JAS. H. YOUNG~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

IDAHO NEON, INC.

was filed in the office of the Secretary of State on the **25th** day of **September** A.D. One Thousand Nine Hundred **Fifty-six** and duly recorded on Film No. **96** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Boise** in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.

Done at Boise City, the Capital of Idaho, this

**25th** day of **September**  
A.D., 19**56**.

Secretary of State.

ARTICLES OF INCORPORATION

IDAHO NEON, INC.

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KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho.

AND, WE DO HEREBY CERTIFY:

FIRST:

That the name of this corporation is, and shall be, IDAHO NEON, INC.

SECOND:

That the purposes for which this corporation is formed are, and it shall have power and authority:

(a) To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, lease, assign and transfer, or otherwise dispose of, and to invest, trade and deal in, and to deal with, and to install, repair, and in all ways handle, advertising and display signs of every kind and character, and other goods, wares and merchandise of every class and description, at wholesale or at retail.

(b) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of, letters patent of the United States, or of any foreign country, patent rights, licenses and privileges, franchises, inventions, improvements and processes, copyrights, trademarks and trade names, relating to, or used in connection with any

business of this corporation.

(c) To transact the business of advertising, promoting and developing the business of other corporations, partnerships or individuals, as advertising brokers, agents, or otherwise, by and through the means of preparing advertising for other corporations, partnerships, or individuals, and of advertising the business commodities or other property, real, personal or mixed, of other corporations, partnerships, or individuals, in newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets, or other similar literature, or any other form of advertising media, and generally to engage in all respects in the advertising business.

(d) To buy, sell, lease, let, own, hold, use, occupy, build, contract for or in relation to, mortgage and otherwise, and in every way, deal in or with, buildings, improvements, structures of all kinds, and other real and personal property, necessary, proper, usual, desirable, or incident to such or any of such businesses, or for any other purposes whatsoever.

(e) To buy, sell, invest in, hold, own, pledge, vote, hypothecate and deal in, stocks, bonds and obligations of corporations, municipal and private, of governments, or of corporations, municipal and private, of governments, or of individuals; to form, create and enter into partnerships and associations with other persons, natural and/or corporate.

(f) To borrow moneys, with or without security, and to execute, issue and dispose of evidences of all kinds of its indebtedness, and bonds, notes and other obligations; to secure the same or any thereof by pledge or mortgage of the whole or any part of the property or assets of the corporation, real or personal; to make charitable and business donations or

gifts; to acquire, reissue and dispose of its own shares or obligations.

(g) To do and perform each, all and every act and thing, and to exercise every power, necessary, expedient, proper, useful or desirable, to carry out or further the purposes, objects and businesses for which this corporation is formed, and which natural persons might or may lawfully do or associate themselves together to perform or do therein.

(h) To have, exercise, use and employ the authority specified in Section 30-114 Idaho Code, and to have, exercise, use and employ any or all of the same, and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth, both within and without the State of Idaho and the United States of America; and to have one or more corporate or business offices, and to have and operate one or more agencies or other places of business within and without said State, and said United States of America.

#### THIRD

That the location and postoffice address of the registered office in the State of Idaho is, and shall be, Boise, Ada County, Idaho.

#### FOURTH

That the duration of this corporation is to be perpetual from and after the date of its incorporation.

#### FIFTH

That the total authorized number of par value shares of this corporation shall be Two Thousand (2,000) shares, each of the par value of One Hundred Dollars (\$100.00), and of the aggregate par value of Two Hundred Thousand Dollars (\$200,000.00), which said shares shall be common

stock, and shall not be subject to assessment.

#### SIXTH

That the name and postoffice address of each of the incorporators, and the number of shares subscribed by each set opposite their respective names, are:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>	<u>Amount</u>
G. L. McKelvey	Boise, Idaho	1	\$100.00
Dorothy S. McKelvey	Boise, Idaho	1	\$100.00
Cliff McElhanon	Boise, Idaho	1	\$100.00

#### SEVENTH

The first Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-laws; provided, however, that the number of directors constituting a Board shall not be less than three (3) nor more than eleven (11).

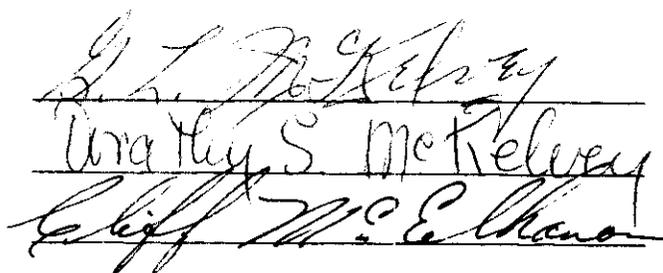
#### EIGHTH

The power to repeal and amend the By-laws and adopt new By-laws is hereby conferred upon the directors, as well as upon the shareholders, to be exercised by such vote of said directors, or of the allotted shares, as the case may be, not less, however, than a majority thereof, as may be fixed by the By-laws.

#### NINTH

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, We have signed triplicate originals of these Articles this 25th day of September, 1956.



STATE OF IDAHO,        )  
                              :  SS.  
COUNTY OF ADA.        )

On this 25th day of September, in the year 1956, before me, the undersigned, a Notary Public in and for the said State, personally appeared G. L. McKELVEY, DOROTHY S. McKELVEY, and CLIFF McELHANON, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

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

  
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Notary Public for Idaho,  
Residing at Boise, Idaho.