



CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

PAYETTE RADIO INCORPORATED

was filed in the office of the Secretary of State on the **Seventh** day of **October** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **130** 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 **Payette** in the County of **Payette.**

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 **7th** day of **October**, A.D., 19 **64**.

Secretary of State.

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ARTICLES OF INCORPORATION
OF
PAYETTE RADIO INCORPORATED

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.

We do hereby certify --

I.

That the name of this corporation is and shall be called "PAYETTE RADIO INCORPORATED".

II.

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

a. To engage in the business of broadcasting and/or radiocasting by means of radio broadcasting machines or any other devices, machinery, or equipment whatsoever. To own, sell, hold, lease, equip, maintain, and operate broadcasting and receiving stations and any connections between such stations; to transmit, send, and broadcast over the radio, news, talks, speeches, lectures, musical concerts, plays, theatricals, recitals, programs, revues, readings, reports, signals, and all matter and things of any kind, nature, and description whatsoever, that may be transmitted, sent, and broadcast by radio;

b. To buy, sell, lease, let, own, hold, use, occupy, build, contract for, mortgage or otherwise, and in every way deal in or with buildings, stores, warehouses, plants, constructions or any and all kinds of real and personal property, necessary, proper, usual, desirable or incident to such or any business or for any other purpose whatsoever;

c. To buy, sell, invest in, own, pledge, vote, hypothecate and deal in stocks, bonds and obligations of corporations, municipal and private, of

1 governments or of individuals;

2 d. To borrow moneys, with or without security, and to execute, issue and
3 dispose of evidences of all kinds of its indebtedness, bonds, notes, and other
4 obligations; to secure the same or any thereof by pledge or mortgage of the
5 whole or any part of the property or assets of the corporation, real or personal
6 to make charitable and business donations or gifts; to acquire, re-issue and
7 dispose of its own shares or obligations;

8 e. To do and perform each, all and every act and thing, and to exercise
9 every power, necessary expedient, proper, useful or desirable, to carry out or
10 further the purposes, objects and business for which this corporation is formed,
11 and which natural persons might or may lawfully do or associate themselves to-
12 gether to perform or do therein;

13 f. To have, exercise, use and employ the authority specified in Section
14 30-114 Idaho Code, and to have, exercise, use and employ any or all of the same,
15 and any or all of the objects, purposes, powers, privileges, authority and rights
16 therein and herein set forth, both within and without the State of Idaho and the
17 United States of America; and to have one or more corporate or business offices,
18 and to have and operate one or more plants, operations or other places of busi-
19 ness within and without the State of Idaho, and the United States of America;

20 g. To buy, sell, invest in, hold, own, pledge and hypothecate any/all
21 types of personal property; and,

22 h. To do any/all things legal and proper for a corporation organized and
23 existing under the laws of the State of Idaho and the United States of America.

24 III.

25 That the location and postoffice address of the registered office in
26 the State of Idaho is and shall be, Payette, County of Payette, State of Idaho.

27 IV.

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

30 V.

31 That the total authorized number of par value shares of this corpora-
32 tion shall be Five Thousand Shares (5,000) each of the par value of TEN AND NO/100

1 (\$10.00) DOLLARS, and of the aggregate par value of FIFTY THOUSAND AND NO/100
2 (\$50,000.00) DOLLARS, which shares shall be capital common stock and shall not
3 be subject to assessment.

4 VI.

5 That the name and postoffice address of each of the incorporators, and
6 the numbers of shares subscribed by each set opposite their respective names,
7 is --

8 Horace A. Beal	869 Park Blvd.	675 shares common stock
	Ontario, Oregon	
9 Howard F. Matthews	313 S.W. 11th	675 shares common stock
	Ontario, Oregon	
10 John K. Gatchel	2186 6th Ave. So.	185 shares common stock
	Payette, Idaho	
11 J. Kim Henry	P. O. Box 57	200 shares common stock
	Payette, Idaho	

12 VII.

13 That the Board of Directors shall consist of four (4) directors.

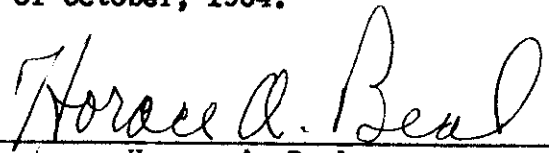
14 VIII.

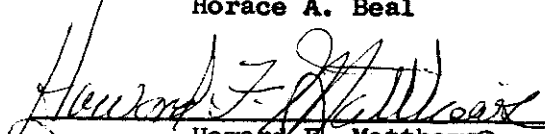
15 That the power to repeal and amend the By-Laws and adopt new By-Laws
16 is hereby conferred upon the Directors, to be exercised by such vote of the
17 Directors, not less, however, than a majority as may be fixed by the By-Laws.

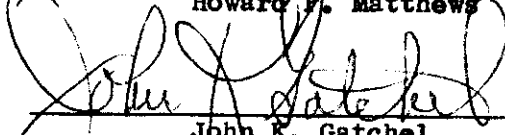
18 IX.

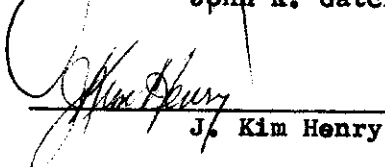
19 All or any meetings of the Board of Directors may be held within or
20 without the State of Idaho.

21 IN WITNESS WHEREOF, We have signed triplicate originals of these
22 Articles of Incorporation this 6th day of October, 1964.

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26 Horace A. Beal

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28 Howard F. Matthews

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30 John K. Gatchel

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32 J. Kim Henry

1 STATE OF IDAHO)
2 : ss.
3 County of Payette)

4 On this 6th day of October, 1964, before the undersigned, a Notary
5 Public for said State, personally appeared HORACE A. BEAL, HOWARD F. MATTHEWS,
6 JOHN K. GATCHEL and J. KIM HENRY, known to me to be the persons whose names are
7 subscribed to the within Articles of Incorporation, and acknowledged to me that
8 they executed the same.

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

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Mary Heleker

Notary Public for Idaho
Residing at Payette, Idaho