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State of Idaho

Department of State

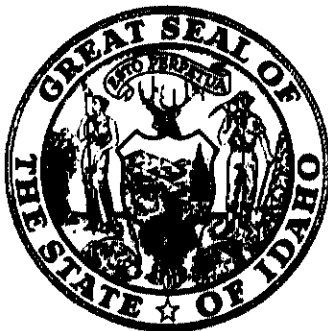
CERTIFICATE OF INCORPORATION OF

ALT COMMUNICATIONS, 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: February 3, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Joseph H. Hoken

Corporation Clerk

FEB 3 3 27 PM '92
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
ALT COMMUNICATIONS, INC.

KNOW ALL MEN BY THESE PRESENTS, That I, the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, as now in effect or as may hereafter be amended, do hereby certify as follows:

ARTICLE I

The name of the corporation is **ALT COMMUNICATIONS, INC.**

ARTICLE II

The objects and purposes for which this corporation is organized and the powers of such corporation are as follows:

1. To market, telemarket, offer and sell goods, services advertising and publications, and shall have the power to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to the purposes and powers hereinafter set forth.

2. To acquire, purchase, sell or otherwise deal in contracts, mortgages, trust deeds and all other forms of real property, securities, equities and interests.

3. To invest in lands and all forms of realty and personal property, and to buy, sell, hypothecate, mortgage, pledge, bargain, trade, acquire and dispose of in any way or manner whatsoever all forms of realty and personalty.

1 4. To loan money on realty, personalty or interests
2 therein and to otherwise deal in any way or manner whatsoever in
3 tangible or intangible property interest, both real and
4 personal.

5 5. To own and hold real and personal property and to
6 rent or lease the same.

7 6. To do any and all things necessary, reasonable,
8 proper, convenient or incident to carrying out the purposes for
9 which this corporation is formed.

10 7. To borrow money and to pledge, mortgage or
11 hypothecate corporation property, or in any way or manner secure
12 the payment of the same.

13 8. To conduct business in this state or any other state,
14 District of Columbia, territories and colonies of the United
15 States and foreign countries or territories, and to maintain one
16 or more places of business outside this state, and to receive,
17 purchase, hold, acquire, mortgage, assign, transfer, lease,
18 release, convey and otherwise deal in and with any real or
19 personal property or any interest therein, either within or
20 outside the State of Idaho, reasonably calculated to promote the
21 purposes hereinabove stated to this corporation.

22 9. To acquire the operating name, goodwill, property
23 rights, and the whole or any part of any estate, tangible or
24 intangible, or of any business, and to assume the liabilities of
25 any person, firm, association, corporation or other business
26

1 organization and pay for said goodwill, property rights, and
2 assets in cash and the stock of this company, its bonds, its
3 debentures or otherwise, or by undertaking the whole or any part
4 of the liabilities of the transferor thereof, and to hold in any
5 manner or dispose of all or any part of the property so
6 acquired.

7 10. To conduct in any lawful manner the whole or any part
8 of any business so acquired and to exercise all of the powers
9 necessary and expedient in and about the conduct and management
10 of such business or businesses, directly or indirectly related
11 to the purposes and objects of this corporation, or though not
12 so connected, to preserve or protect the assets of this
13 corporation.

14 11. To purchase, insofar as the same may be done without
15 impairing the capital of this corporation, except as otherwise
16 prohibited by law, and to hold, pledge and reissue, shares of
17 its own capital stock, but such stock so acquired and held shall
18 not be entitled to vote nor to receive dividends.

19 12. To have, exercise, enjoin and participate in all
20 powers now or hereafter granted to corporations organized under
21 the laws of the State of Idaho, particularly all of the powers
22 and privileges granted to corporations by Chapter I, Title 30,
23 Idaho Code, including any future amendments thereto.

24 13. To do all things which a natural person might do, it
25 being expressly provided that the aforesaid enumeration of
26

1 purposes shall not be construed to be limitations upon the
2 powers and purposes of this corporation.

3 **ARTICLE III**

4 This corporation shall have perpetual existence.

5 **ARTICLE IV**

6 The address of the initial registered office of the
7 corporation shall be 2465 Overland Road, Suite 201, Boise, Ada
8 County, Idaho, and the name of its initial registered agent at
9 such address is DENNIS ALT.

10 The shares of stock to be issued by the corporation shall
11 consist of one class only, and the aggregate number of shares
12 which the corporation shall be authorized to issue shall be
13 50,000 shares of stock, having the par value of \$10.00 per
14 share. All shares of stock shall have the same rights in such
15 corporation and shall be nonassessable when paid in full.

16 **ARTICLE VI**

17 The name and post office address of the incorporator and
18 organizer, who has named himself as the initial director to
19 serve until the first election of directors of the corporation,
20 is as follows:

21	<u>Name</u>	<u>Address</u>
22	DENNIS ALT	963 South Orchard
23		Suite H
		Boise, Idaho 83705

24 The private property of the stockholders of this
25 corporation shall not be subject to the payment of the corporate
26 debts in any amount or to any extent whatever.

1 This corporation reserves the right to amend, alter, change
2 or repeal any provisions contained in these Articles of
3 Incorporation in the manner now or hereafter prescribed by
4 statute, and all rights conferred upon stockholders herein are
5 granted subject to this reservation.

6 I, the incorporator and organizer, for the purpose of
7 forming a corporation to do business both within and without the
8 State of Idaho, and in pursuance of the laws of the State of
9 Idaho, do make and file these Articles of Incorporation, hereby
10 declaring and certifying that the facts herein stated are true,
11 have hereunto set my name, hand and seal this 31 day of
12 January, 1992.

13 
14 _____
Dennis Alt