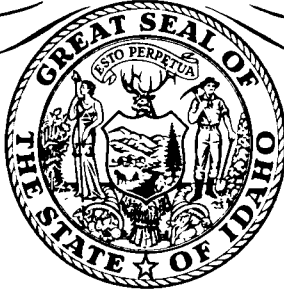


# State of Idaho



## Department of State.

### 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

**HARTVIGSEN'S, INC.**

was filed in the office of the Secretary of State on the **Sixth** day of **July** A.D. One Thousand Nine Hundred **Sixty-Five** and ~~will be~~ duly recorded on ~~Film No.~~ **microfilm** 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 **Idaho Falls** in the County of **Bonneville.**

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 **Sixth** day of **July,** A.D., 19<sup>65</sup>.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION

OF

HARTVIGSEN'S, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age and citizens of the United States, 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:

I.

That the name of the corporation shall be HARTVIGSEN'S, INC.

II.

That the purposes for which this corporation is formed are:

1. To engage in the sale, both wholesale and retail, of audio-visual equipment, apparatus, supplies, parts, and all such incidental to said equipment, together with wholesale-retail sales of high fidelity and stereophonic equipment, apparatus, supplies, parts, and other such incidental thereto; also the sale of background music systems for business establishments together with all equipment, apparatus, supplies, parts, and other such incidental thereto.

2. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, apartment houses, service stations, and any and all other structures and erections which may at any time be necessary, useful or advantageous for the purposes of the corporation, and which can be lawfully done under the laws of the State of Idaho.

3. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest in said capital or funds, either as tenant in common or otherwise, and

selling or otherwise disposing of the same, or any part thereof, or any interest therein.

4. To purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and all personal property of every class and description.

5. To purchase, or otherwise acquire, to hold, use and enjoy, to improve, lease, mortgage, sell and transfer, exchange or otherwise dispose of, to invest in, trade in and deal with, and deal in, real estate of every kind and description, both in the State of Idaho and in all other states, territories and dependancies of the United States and in all foreign countries.

6. To purchase the good will, business and all other property of any individual, firm or corporation either as a going concern or otherwise, and to assume all its debts, contracts and obligations to the extent permissible by the laws of the State of Idaho, and provided said business is authorized by the powers herein conferred.

7. To own and acquire, raise or otherwise produce, purchase or manufacture any and all kinds of real and personal property of whatsoever kind or nature to be used in connection with or for any other purposes of this corporation.

8. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security, contract, overdraft, claim, judgment, chose in action, real estate, fixtures, furniture or any other asset not herein enumerated.

9. To sue and be sued, appear and complain and defend in any court of law in equity, or before any board, commission or tribunal.

10. To make secured loans in any amount, to sell participations in

such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold evidence of debt in connection with such loan, and to issue evidences of interest to any person, partnership, firm or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

11. To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes or formulas, and the like, which may seem capable of being used for any purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

12. To borrow or raise money for any of the purposes of the corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law for moneys so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether or not owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the corporation for its corporate purposes.

13. To organize, or cause to be organized, under the laws of Idaho, or any other state, district, territory, providence or government, a corporation or corporations for the purpose of accomplishing any or all of the objects for which this corporation is organized, and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged or consolidated, whether such merger

consolidation be with this corporation or any other corporation.

14. To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

15. The foregoing objects and purposes shall, except only when otherwise expressed, be in no way limited or restricted by reference or inference from, the terms of any other clause of this or any other articles of these Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

16. The corporation may do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the aforementioned purposes, or for the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, all as fully as natural persons might do or could do in the State of Idaho or any other place, and to such end the corporation shall have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

### III.

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

### IV.

The principal place of business, registered office and the location and post office address of the registered office of said corporation, shall be

633 Safstrom Drive, Idaho Falls, County of Bonneville, State of Idaho.

V.

The total authorized capital stock of said corporation shall be TEN THOUSAND DOLLARS (\$10,000.00), divided into ten thousand (10,000) shares of the par value of \$1.00 each, and all of such capital stock shall be common stock.

VI.

The number of directors of said corporation shall be from three to five, as determined by the shareholders, same to be elected annually.

VII.

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purpose.

VIII.

The capital stock of this corporation shall be nonassessable and the private property of the shareholders of this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

IX.

The following are the names and post office addresses of the incorporators, together with the number of shares subscribed to by each.

LAW OFFICES OF  
PETERSEN, MOSS & OLSEN  
520 "D" STREET  
IDAHO FALLS, IDAHO 83402

NAME	POST OFFICE ADDRESS	SHARES
Jack Arnold Hartvigsen	633 Safstrom Drive Idaho Falls, Idaho	1
Joseph Amil Hartvigsen	1250 East Clark Pocatello, Idaho	1
Laurel S. Hartvigsen	633 Safstrom Drive Idaho Falls, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands this 12<sup>th</sup> day of June, 1965.

Jack Arnold Hartvigsen  
Joseph Amil Hartvigsen  
Laurel S. Hartvigsen

STATE OF IDAHO       )  
                              ) ss.  
County of Bonneville )

On this 12<sup>th</sup> day of June, 1965, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared Jack Arnold Hartvigsen, Joseph Amil Hartvigsen, and Laurel S. Hartvigsen, known to me to be the persons whose names are subscribed to the within instrument, 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.

Lana K. Nelson

Notary Public for State of Idaho

(SEAL)

Residing at: Birth, Ida.

My Commission Expires: 1/6/67