

ARTICLES OF INCORPORATION
of
SILVER LAKE PUBLISHING, INC.

The undersigned, Gary Conway, to form a corporation under the Idaho Business Corporation Act, does hereby adopt the following Articles of Incorporation:

1. The name of the corporation is Silver Lake Publishing, Inc.
2. The period of duration for said corporation is perpetual.
3. The purposes for which the corporation is organized is for the publication of printed material, specifically including but not limited to the publication of a periodic coupon advertising mailer as well as the transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 1; Idaho Code.
4. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1000) shares, all of one class which shall have no par value.
5. The address of the initial registered office of the corporation and the name of the initial registered agent at such address is:

Registered Agent

Gary Conway

Registered Office

6575 N. 16th Street
Dalton Gardens, Idaho 83815

6. The initial board of directors shall be made up of two persons. The names and address of the persons who shall serve as the initial board of directors until the first annual meeting of the shareholders or until his successor are elected and qualified is as follows:

Initial Director

Gary Conway

Address

6575 N. 16th Street
Dalton Gardens, Idaho 83815

Donna Jean Conway

6575 N. 16th Street
Dalton Gardens, Idaho 83815

7. The name and post office address of the incorporator hereof is:

Incorporator

Address

Gary Conway

Silver Lake Publishing, Inc.
Post Office Box 3165
Hayden Lake, ID 83835

8. The stock of the corporation shall be non-assessable common stock.

9. A director shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except that a director shall be liable for the following:

a. For any breach of the director's duty of loyalty to the corporation or to its stockholders.

b. For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.

c. For acts or omissions which involve director liability as provided in Idaho Code Section 30-1-48, which states that a director shall be liable under the following circumstances:

1. If the director votes for or assents to the declaration of any dividend or other distribution of the assets of a corporation to its shareholders contrary to the provisions of the Idaho General Business Corporation Act.

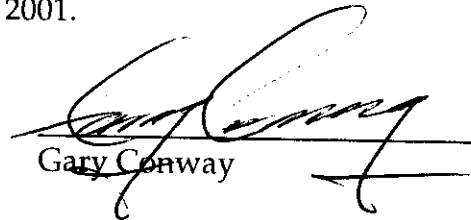
2. If the Director votes for or assents to the purchase of the corporation's own shares contrary to the provisions of the Idaho General Business Corporation Act.

3. If the director votes for or assents to any distribution of assets of the corporation to its shareholders during the liquidation of the corporation without the payment and discharge of, or making adequate

provision for, all known debts, obligations, and liabilities of the corporation.

d. For any transaction from which the director derives an improper personal benefit.

DATED this 3 day of January, 2001.


Gary Conway