



## Department of State.

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

EDSON H. DEAL

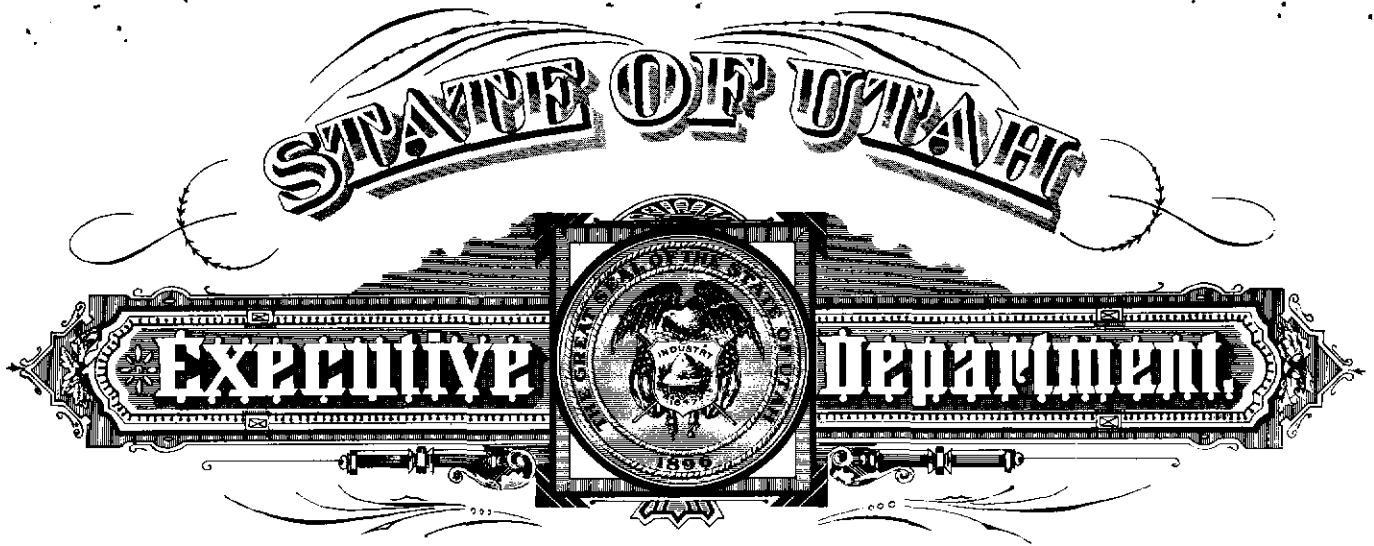
I, ~~ARNOLD WILLIAMS~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that  
**YOUNG ELECTRIC SIGN COMPANY**

a corporation duly organized and existing under the laws of **Utah** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Tenth** day of **February** 19 **67**, a properly authenticated copy of its articles of incorporation, and on the **10th** day of **February** 19 **67**, a designation of **T.H. Eberle or W.C. Roden** the County of **ADA** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **10th** day of **February**, A.D. 19 **67**.

Secretary of State.



**Secretary of State's Office**

I, CLYDE L. MILLER, SECRETARY OF STATE OF THE STATE OF UTAH,  
DO HEREBY CERTIFY THAT the attached is a full, true and correct copy  
of the Articles of Incorporation, Amendments, and the Revision of  
Amendments, thereto of YOUNG ELECTRIC SIGN COMPANY.

AS APPEARS of record IN MY OFFICE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND  
AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH  
AT SALT LAKE CITY, THIS Twenty First DAY OF  
November 19 66

Clyde L. Miller  
SECRETARY OF STATE  
BY Sam R. [Signature]  
DEPUTY



27071

ARTICLES OF INCORPORATION

OF

YOUNG ELECTRIC SIGN COMPANY

a corporation

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are residents of the State of Utah and citizens of the United States, being desirous of forming a corporation under and pursuant to the laws of the State of Utah, do hereby enter into and adopt the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be YOUNG ELECTRIC SIGN COMPANY.

ARTICLE II.

The names and post office addresses of each of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Young	Salt Lake City, Utah
Elaine C. Young	Salt Lake City, Utah
George Young	Salt Lake City, Utah
Norma Young Bennion	Salt Lake City, Utah
Thomas A. Bennion	Salt Lake City, Utah

ARTICLE III.

The period and existence and duration of the life of this corporation shall be ninety-nine (99) years.

ARTICLE IV.

The purposes for which this corporation is formed are:

(a) To engage in the construction, fabrication, manufacture, sales, service, rental, rebuilding and repair of signs of every nature, kind or description, and to equip, erect and install the same with required machinery and equipment for operation by electricity, gas, or by any other means of power.

(b) To purchase, sell, lease, hire and deal in signs of every nature, kind or description.

(c) To purchase, lease and otherwise acquire, hold, operate, mortgage, convey and otherwise dispose of all kinds of property, both real

and personal, both in the State of Utah and in all other states, territories and dependencies of the United States; to purchase the good will, business and all other property of any individual, firm or corporation as a going concern and to assume all its debts, contracts and obligations providing said business is authorized by the powers herein conferred.

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

(e) To lend or advance money or to invest money in any corporation, business, association or individual wherever situated or located, with or without security as directed or authorized by the Board of Directors of this corporation.

(f) To borrow money in the purchase or acquisition of property, business, rights, or franchises or for additional working capital or for any other object in or about its business or affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

(g) To enter into, make and perform and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof and without limit as to amount; to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments or evidences of indebtedness, whether secured by mortgage or otherwise, so far as may be permitted by the Laws of the State of Utah.

(h) To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deeds of trust, debentures, securities,

of indebtedness and shares of the capital stock of other corporations and also to guarantee the payment or satisfaction of the dividends on shares of the capital stock of other corporations as far as and to the extent that the same may be permissible by the laws relating to domestic corporations of the State of Utah.

(i) To purchase and otherwise acquire any and all letters patent and similar rights guaranteed by the United States or any other country or government, licenses and the like, or any other interests therein or any inventions which may seem capable of being used for or in connection with any of the objects or purposes of said corporation and to use, develop, sell and grant licenses in respect to or other interest in the same and otherwise turn the same to account.

(j) To purchase, sell, acquire or otherwise become interested in any stocks, bonds, mortgages, debentures, notes, commercial paper, subscription warrants, voting trust certificates and other securities, choses in action, evidences of indebtedness or other obligations of any nature, whether of domestic or foreign corporations or other body politic or of domestic or foreign corporations, associations, firms, syndicates or individuals by purchase, investment, underwriting, by original subscription, participation in syndicates with others or otherwise and irrespective of whether or not such securities are fully paid or subject to further payment either with a view to investment or for resale or for any other legal and lawful purpose.

(k) To organize or cause to be organized under the laws of the State of Utah, or any other state, district, territory, province 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.

(1) To do each and all things herein set forth to the same extent and as fully as natural persons might do or could do in the State of Utah, or in any other state, country, or place.

(2) In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conferred by the laws of the State of Utah, upon business corporations, it being hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

#### ARTICLE V.

The said corporation is organized in Salt Lake City, Salt Lake County, State of Utah. Its principal place of business shall be located in Salt Lake City, Utah.

#### ARTICLE VI.

The capital stock of said corporation shall be \$1,500,000.00, which shall be divided into 150,000 shares of the par value of \$10.00 each, all of which said stock shall be common stock.

#### ARTICLE VII.

The amount of stock of said corporation that each party hereto has subscribed is as follows:

<u>NAME</u>	<u>NUMBER OF SHARES</u>
Thomas Young	9,998 shares
Elmina C. Young	3,500 shares
George Young	1,500 shares
Herman Young Bennion	1 share
Thomas A. Bennion	1 share

#### ARTICLE VIII.

The Board of Directors shall consist of not less than three (3) and not more than seven (7) and said directors shall choose from amongst their members the following officers: a President, Vice-President and Secretary-Treasurer.

#### ARTICLE IX.

The term of office of said officers and directors shall be one (1) year, and they shall hold office until their successors shall have been duly

electd and qualified or unless they resign or remove as herein provided, or as provided by law.

ARTICLE X.

To be eligible as an officer or director of said corporation, a person must be the owner of at least one share of the corporate stock thereof.

ARTICLE XI.

A majority of the members of the Board of Directors shall be necessary to, and shall constitute a quorum and shall be authorized to transact the business and exercise all of the corporate powers of the corporation.

ARTICLE XII.

The regular annual meeting of the stockholders of said corporation for the election of officers and directors shall be on the first Saturday of August of each year commencing with the year 1950, at the principal place of business of said corporation which shall be in Salt Lake City, Utah. Notice of such meeting shall be given by ordinary mail and notice by publication shall not be necessary.

ARTICLE XIII.

Special meetings of stockholders may be called and held upon notice signed by the president or any two directors and transmitted by ordinary mail and publication of such notices shall not be necessary.

ARTICLE XIV.

At all meetings of stockholders a majority of the outstanding capital stock of said corporation shall constitute a quorum and each share shall be entitled to one vote; proxies may be given and the holder thereof shall be entitled to vote said stock the same as if the owner were personally present.

ARTICLE XV.

Any officer or director may resign by giving ten (10) days' notice in writing, to the president or secretary-treasurer, and any officer or director may be removed at any regular or special meeting of the stockholders called and held for that purpose, and any vacancy caused by death, resignation or removal may be filled at any meeting of the stockholders.

ARTICLE XVI.

The following named persons have been elected by the incorporators as directors and officers, respectively, of said corporation, and they shall hold their said offices until the first annual meeting of this corporation as herein provided for and until their successors are named and duly qualified, to wit:

President and Director - Thomas Young  
Vice-President and Director - Elmina C. Young  
Secretary-Treasurer and Director - George Young  
2nd Vice-President and Director - Thomas A. Bennion

ARTICLE XVII.

The Board of Directors shall have power to adopt by-laws for the government and control of the corporation.

ARTICLE XVIII.

The private property of the stockholders of said corporation shall not be liable for the duties or obligations thereof.

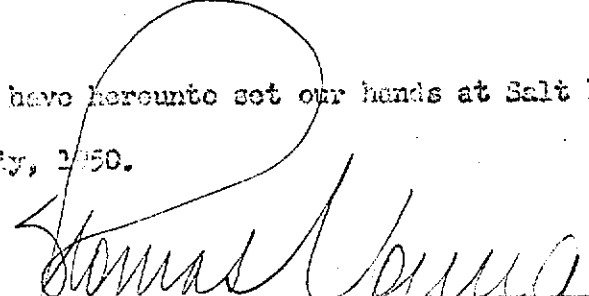
ARTICLE XIX.

Fifteen Thousand (15,000) shares of the capital stock of this corporation have been paid for in full by the incorporators paying into said corporation the sum of One Hundred Fifty Thousand (\$150,000.00) in cash and kind, receipt of which is hereby acknowledged.

ARTICLE XX.


The capital stock of said corporation shall be non-assessable for any purpose whatsoever.

IN WITNESS WHEREOF, we have hereunto set our hands at Salt Lake City, Utah, this first day of July, 1950.

  
Thomas Young

  
Elmina C. Young

  
George Young

  
Norma Young Bennion

  
Thomas A. Bennion



STATE OF UTAH            )  
                              ) ss.  
COUNTY OF SALT LAKE )

On this first day of July, 1950, personally appeared before me,  
a Notary Public, Thomas Young, Elaina C. Young, George Young, Norma Young  
Bennion, Thomas A. Bennion, the signers of the foregoing Articles of  
Incorporation, who, each for himself or herself, duly acknowledged to me  
that he or she executed the same.

Reed A. Beck  
Notary Public,  
Residing at Salt Lake City, Utah

My Commission Expires:

STATE OF UTAH

COUNTY OF SALT LAKE

SS.

THOMAS YOUNG, having been elected to the offices of President and Director of the Young Electric Sign Company, a corporation, ELMINA C. YOUNG, having been elected to the offices of Vice-President and Director of said corporation, and GEORGE YOUNG, having been elected to the offices of Secretary-Treasurer and Director of said corporation, being first duly sworn, each for himself says: That he will well and faithfully perform the duties of such office or offices to the best of his judgment, skill and ability, and that he will not do nor consent to the doing of any matter or thing relating to the business of said corporation, with intent to defraud any stockholder thereof, or creditor thereof or the public.

Thomas Young  
Thomas Young

Elmina C. Young  
Elmina C. Young

George Young  
George Young

Subscribed and sworn to before me this first day of July, 1950.

Reed A. Beck  
Notary Public,  
Residing at Salt Lake City, Utah

My Commission Expires:

STATE OF UTAH            )  
                              ) SS.  
COUNTY OF SALT LAKE )

THOMAS A. BENNION, having been elected to the offices of 2nd Vice-President and Director of said corporation, being first duly sworn, says: That he will well and faithfully perform the duties of such offices to the best of his judgment, skill and ability, and that he will not do nor consent to the doing of any matter or thing relating to the business of said corporation, with intent to defraud any stockholder thereof, or creditor thereof or the public.

Thomas A. Bennion  
Thomas A. Bennion

Subscribed and sworn to before me this first day of July, 1950.

Reed A. Beck  
Notary Public  
Residing at Salt Lake City, Utah

My Commission Expires:

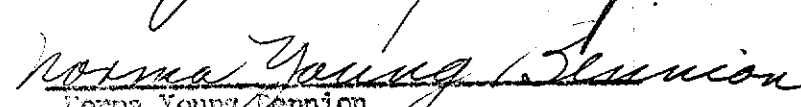
STATE OF UTAH                    )  
                                      ) ss.  
COUNTY OF SALT LAKE        )

THOMAS YOUNG, ELMINA C. YOUNG, GEORGE YOUNG, NORMA YOUNG BENNION and THOMAS A. BENNION, being first duly sworn on their oaths say: That they are five (5) of the incorporators who entered into and signed the foregoing Articles of Incorporation, incorporating the Young Electric Sign Company, a corporation; that it is their intention and bona fide the intention of the said incorporators named in the said agreement to commence and carry on the business mentioned therein; that affiants verily believe that each party to said agreement has paid the amount of stock subscribed for by him; that ten per cent of the capital stock subscribed by each stockholder has been paid and more than ten per cent of the capital stock of said corporation has been subscribed and paid in.

  
Thomas Young

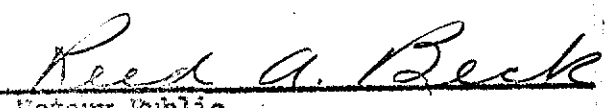
  
Elmina C. Young

  
George Young

  
Norma Young Bennion

  
Thomas A. Bennion

Subscribed and sworn to before me this first day of July, 1950.

  
Reed A. Beck  
Notary Public  
Residing at Salt Lake City, Utah

My Commission Expires:

# Statement of Domestic Corporation

Required by Title 18 of the Revised Statutes of Utah, 1933

Second

We, the president (or vice-president) and secretary (or treasurer) of

Young Electric Sign Company

a corporation being organized under the laws of the State of Utah, do hereby certify and declare:

1. That the principal office and place of business in the State of Utah will be at 1148 South Second West Street, Salt Lake City, Utah

2. That the general nature of the business of said corporation to be transacted in the State of Utah is manufacture, sales, rental and service of signs of every nature, kind, and description.

3. That the names and addresses of the principal officers of said corporation are as follows:

Name	Address
James Young	President Salt Lake City, Utah
William C. Young	Vice-President Salt Lake City, Utah 1. Second Vice President
Thomas A. Beaman	Secretary Salt Lake City, Utah
George Young	Secretary Salt Lake City, Utah
Charles H. Young	Treasurer Salt Lake City, Utah
James Young	General Manager Salt Lake City, Utah

4. The amount of the authorized capital stock of said corporation is  
One million five hundred thousand Dollars.

Common \$1,500,000.00

Preferred \$None

5. The amount of capital stock subscribed is

Common \$150,000.00

Preferred \$ None

6. The amount of capital stock actually paid in, in cash or property is

One hundred fifty thousand Dollars.

7. The proportion and amount of the capital stock of said corporation represented by its property located in Utah or to be acquired therein and by its business to be transacted therein is

One hundred fifty thousand Dollars.

427071  
37095  
6-15-00

CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
YOUNG ELECTRIC SIGN COMPANY

FILED  
CLERK OF DISTRICT COURT  
SALT LAKE COUNTY  
UTAH  
DEC 17 1959

STATE OF UTAH )  
 ) ss.  
COUNTY OF SALT LAKE )

We, THOMAS YOUNG and G. RICHARD YOUNG, the President and Secretary respectively of Young Electric Sign Company, a corporation organized and existing under the laws of the State of Utah and having its principal office and place of business at Salt Lake City, Utah, do hereby certify that a special meeting of the stockholders of said corporation was held at the office of said corporation situated at 1148 South 2nd West, Salt Lake City, Utah, December 17, 1959, at the hour of 2 o'clock p.m., for the purpose of considering and acting upon proposed amendments of the Articles of Incorporation, which would provide that:

1. The stock of the corporation be comprised of 1,800,000 shares of stock having a par value of \$1.00 per share, to be made up of three classes of shares, to-wit: common voting stock, common non-voting stock and 6% preferred stock (non-voting).

2. Special meetings of stockholders may be called and held upon notice signed by the President alone and transmitted by ordinary mail without publication of such notices being necessary.

3. At all meetings of stockholders a majority of the outstanding voting capital stock of said corporation shall constitute a quorum and each voting share shall be entitled to one vote.

That all of the stockholders of the corporation were present at said meeting, having waived notice of meeting in writing, and voted in favor of the amendments.

That at said meeting the following resolution was duly adopted by the unanimous vote of all of the stockholders of the corporation, all of which appears by and is of record in the records of said corporation in its said office, to-wit:

## RESOLUTION

BE IT HEREBY RESOLVED that Articles VI, XIII and XIV of the Articles of Incorporation of Young Electric Sign Company, a Utah corporation, be amended to read as follows:

### ARTICLE VI

The total authorized capital stock of the corporation shall be \$1,800,000.00 and shall be comprised of 1,800,000 shares of stock having a par value of \$1.00 each. Said shares shall be divided into the following classes:

<u>Class of Shares</u>	<u>Number</u>
Common Voting Stock	15,000 Shares
Common Non-Voting Stock	1,485,000 Shares
6% Preferred Stock (Non-Voting)	300,000 Shares
Total	1,800,000 Shares

The holders of preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends from the surplus or net profits of the corporation at the rate of not to exceed 6% per year. Such right to dividends shall be non-cumulative. Said dividends shall be set aside and paid before any dividend shall be set aside or paid upon the shares of common stock of either class. The preferred stock shall have no voting right whatever.

The entire voting power of the corporation shall be vested in the common voting stockholders.

Holders of the common non-voting stock shall have the same rights as the common voting stockholders, excepting that they shall have no voting rights whatever.

The company may, by majority action of its voting common stockholders, retire any and all preferred stock at One Dollar (\$1.00) per share upon due notice by mail to the last address of the preferred shareholders of record.

In the event of any liquidation or dissolution of the corporation, the holders of the preferred stock shall be entitled to be paid in full the par value thereof. After the payment to the holders of the preferred stock above provided, the remaining assets shall be divided and paid to the holders of the common shares proportionately to their respective shares.

ARTICLE XIII

Special meetings of stockholders may be called and held upon notice signed by the President and transmitted by ordinary mail and publication of such notices shall not be necessary.

ARTICLE XIV

At all meetings of stockholders a majority of the outstanding voting capital stock of said corporation shall constitute a quorum and each voting share shall be entitled to one vote; proxies may be given and the holder thereof shall be entitled to vote said voting stock the same as if the owner were personally present.

Thomas Young  
G. Richard Young  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF UTAH                    )  
  ) ss.  
COUNTY OF SALT LAKE        )

THOMAS YOUNG and G. RICHARD YOUNG, being first duly sworn, on their oath depose and say that they are respectively the President and Secretary of Young Electric Sign Company, a Utah corporation; that they are the signers of and do hereby acknowledge that they executed the foregoing certificate; that they have read the said certificate and know the contents thereof and that the same is true of their own knowledge.

Thomas Young  
G. Richard Young  
\_\_\_\_\_

Subscribed and sworn to before me this 17 day of December

1959. My Commission expires:

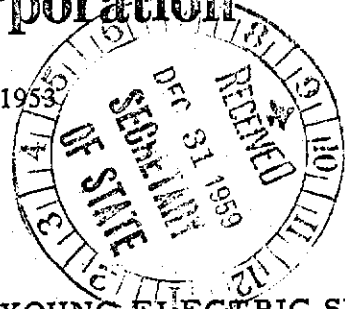
May 16, 1962

Lila B. Ferguson  
Notary Public  
Residing at:  
Salt Lake City



# Statement of Domestic Corporation

Required by Title 16, Utah Code Annotated, 1953



We, the president (~~and vice-president~~) and secretary (~~and treasurer~~) of YOUNG ELECTRIC SIGN COMPANY

a corporation being organized under the laws of the State of Utah, do hereby certify and declare:

1. That the principal office and place of business in Utah will be at

Street 1148 South 2nd West  
City Salt Lake City, Utah

2. That the general nature of the business of said corporation to be transacted in the State of Utah is construction and maintenance of electric and neon signs.

3. That the names and addresses of the principal officers of said corporation are as follows:

Name		Address
Thomas Young	President	Salt Lake City, Utah
Elmina C. Young	Vice-President	Salt Lake City, Utah
G. Richard Young	Secretary	Salt Lake City, Utah
G. Richard Young	Treasurer	Salt Lake City, Utah
Henry Schutte	General Manager	Salt Lake City, Utah

4. The amount of the authorized capital stock of said corporation is

Common \$ 1,500,000.00

Preferred \$ 300,000.00

Dollars.  
Par \$1.00

Par \$1.00

5. The amount of capital stock subscribed is

Common \$ 336,000.00

Preferred \$ 252,000.00

Dollars.  
Par \$1.00

Par \$1.00

6. The amount of capital stock actually paid in, in cash or property is \$588,000.00  
Five Hundred Eighty-Eight Thousand ----- Dollars.

7. The proportion and amount of the capital stock of said corporation represented by its property located in Utah or to be acquired therein and by its business to be transacted therein is

Same as above

Dollars.

THIS is the office of the Secretary of  
State of the State of Utah, on the  
7th day of Nov. A.D. 1966

ROYCE L. MILLER

Secretary of State

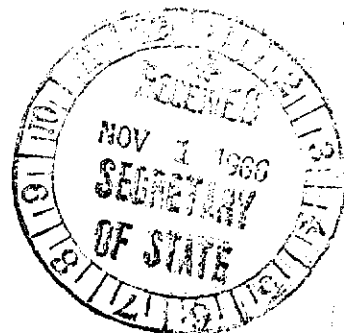
Filing Clerk 3 Da Fees 20.00

REVISION OF THE

ARTICLES OF INCORPORATION

OF

YOUNG ELECTRIC SIGN COMPANY



Pursuant to the provisions of Section 60 of the Utah Business Corpora-  
tion Act, the undersigned corporation adopts the following revision of its  
Articles of Incorporation:

ARTICLE I

Corporate Name

The name of this corporation is YOUNG ELECTRIC SIGN COMPANY.

ARTICLE II

Duration

The duration of this corporation is perpetual.

ARTICLE III

Purposes

The purposes for which the corporation is organized are:

(a) To manufacture, assemble, fabricate, produce, purchase, import,  
receive, lease as lessee, or otherwise acquire, own, hold, store, use, repair,  
service, maintain, mortgage, pledge or otherwise encumber, sell, assign,  
lease as lessor, distribute, export and otherwise dispose of, and generally to  
trade and deal in and with, as principal, agent or otherwise, goods, wares and  
merchandise of every class and description, and any and all machinery, tools,  
equipment, appliances, devices, supplies and materials used or useful in con-  
nection with or incidental to any of the foregoing. These purposes shall  
specifically include, but not by way of limitation, the purchase, manufacture,  
sale, lease, and maintenance of signs and displays of any and every sort what-  
ever, including building fronts, exteriors, entries, exits and display areas.

1 (b) To carry on and conduct a general contracting business, including  
2 therein the designing, contracting, enlarging, remodeling, removing or other-  
3 wise engaging in any other work upon buildings, manufacturing plants, and all  
4 structures and improvements of any kind and sort whatever, and to extend and  
5 receive any contracts or assignment of contracts therefor, or in relation thereto,  
6 or connected therewith.  
7

8 (c) To build, purchase, lease as lessee or otherwise acquire, own,  
9 hold, use, improve, equip and maintain, mortgage, convey in trust, or other-  
10 wise encumber, sell, convey, assign, lease as lessor, and otherwise dispose  
11 of factories, shops, laboratories, offices, warehouses, and any and all build-  
12 ings and structures which may be necessary or useful in connection with the  
13 transaction of the business of this corporation.  
14

15 (d) To acquire by purchase, assignment, grant, license or otherwise,  
16 to apply for, secure, lease or in any manner obtain, to develop, hold, own,  
17 use, exploit, operate, enjoy and introduce, to sell, assign, lease, mortgage,  
18 pledge, grant licenses and rights of all kinds in respect of, or otherwise dispose  
19 of, and generally to deal in and with and turn to account for any or all purposes,  
20 either for itself or as nominee or agent for others:  
21

22 (1) Any and all inventions, devices, processes, discoveries and  
23 formulas, and improvements and modifications thereof and rights and  
24 interests therein;

25 (2) Any and all letters patent or applications for letters patent of  
26 the United States of America or of any other country, state, locality or  
27 authority, and any and all rights, interests and privileges connected  
28 therewith or incidental or appertaining thereto;

29 (3) Any and all copyrights granted by the United States of America  
30 or any other country, state, locality or authority, and any and all rights,  
31 interests and privileges connected therewith or incidental or appertain-  
32

1 ing thereto; and

2 (4) Any and all trademarks, trade names, trade symbols, labels,  
3 designs and other indications of origin and ownership granted by or  
4 recognized under the laws of the United States of America or any other  
5 country, state, locality or authority, and any and all rights, interests  
6 and privileges connected therewith or incidental or appertaining thereto.

7  
8 (e) To manufacture, purchase, sell and generally trade and deal in and  
9 with any article, product or commodity produced as the result of or through the  
10 use of any such inventions, devices, processes, discoveries, formulas and  
11 improvements and modifications thereof, or the like, or any articles, products,  
12 commodities, supplies and materials used or suitable to be used in connection  
13 therewith or in any manner applicable or incidental thereto; to grant licenses,  
14 sub-licenses, rights, interests and privileges in respect of any of the fore-  
15 going, and to supervise or otherwise exercise such control over its licensees  
16 or grantees and the business conducted by them, as may be agreed upon in its  
17 contracts or agreements with such licensees or grantees for the protection of  
18 its rights and interest therein, and to secure to it the payment of agreed  
19 royalties or other considerations.  
20

21 (f) To acquire, and pay for in cash, stock or bonds of this corporation  
22 or otherwise, the good will, rights, assets and property, and to undertake or  
23 assume the whole or any part of the obligations or liabilities of any person, firm,  
24 association or corporation.  
25

26 (g) To acquire by purchase, subscription or otherwise, and to receive,  
27 hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge  
28 or otherwise dispose of or deal in and with any of the shares of the capital stock,  
29 or any voting trust certificates in respect of the shares of capital stock, scrip,  
30 warrants, rights, bonds, debentures, notes, trust receipts, and other securities,  
31 obligations, choses in action and evidences of indebtedness or interest issued  
32

1 or created by any corporations, joint stock companies, syndicates, associations,  
2 firms, trusts or persons, public or private, or by the government of the United  
3 States of America, or by any foreign government, or by any state, territory,  
4 province, municipality or other political subdivision or by any governmental  
5 agency, and as owner thereof to possess and exercise all the rights, powers  
6 and privileges of ownership, including the right to execute consents and vote  
7 thereon, and to do any and all acts and things necessary or advisable for the  
8 preservation, protection, improvement and enhancement in value thereof.

10 (h) To borrow or raise moneys for any of the purposes of the corpora-  
11 tion and, from time to time without limit as to amount, to draw, make, accept,  
12 endorse, execute and issue promissory notes, drafts, bills of exchange, war-  
13 rants, bonds, debentures and other negotiable or non-negotiable instruments  
14 and evidences of indebtedness, and to secure the payment of any thereof and of  
15 the interest thereon by mortgage upon or pledge, conveyance or assignment in  
16 trust of the whole or any part of the property of the corporation, whether at the  
17 time owned or thereafter acquired, and to sell, pledge or otherwise dispose of  
18 such bonds or other obligations of the corporation for its corporate purposes.

20 (i) To loan to any person, firm or corporation any of its surplus funds,  
21 either with or without security.

22 (j) To purchase, hold, sell and transfer the shares of its own capital  
23 stock; provided it shall not use its funds or property for the purchase of its  
24 own shares of capital stock when such use would cause any impairment of its  
25 capital except as otherwise permitted by law, and provided further that shares  
26 of its own capital stock belonging to it shall not be voted upon directly or in-  
27 directly.

29 (k) To have one or more offices, to carry on all or any of its operations  
30 and business and without restriction or limit as to amount, to purchase or other-  
31 wise acquire, hold own, mortgage, sell, convey or otherwise dispose of, real  
32

1 and personal property of every class and description in any of the states, dis-  
2 tricts, territories or colonies of the United States, and in any and all foreign  
3 countries, subject to the laws of such state, district, territory, colony or  
4 country.

5 (1) In general, to carry on any other business in connection with the  
6 foregoing, and to have and exercise all the powers conferred by the laws of  
7 Utah upon corporations formed under the Business Corporation Act of the State  
8 of Utah, and to do any and all of the things hereinbefore set forth to the same  
9 extent as natural persons might or could do.

11 The purposes specified in the foregoing clauses shall, except where  
12 otherwise expressed, be in nowise limited or restricted by reference to, or  
13 inference from, the terms of any other clause of these articles of incorporation,  
14 but the purposes specified in each of the foregoing clauses of this article shall  
15 be regarded as independent purposes.

#### 17 ARTICLE IV

##### 18 Capital Stock

19 The total authorized capital stock of the corporation shall be  
20 \$1,800,000.00 and shall be comprised of 1,800,000 shares of stock having a  
21 par value of \$1.00 each. Said shares shall be divided into the following classes:

22 <u>Class of Shares</u>	23 <u>Number</u>
24 Common Voting Stock	15,000 shares
25 Common Non-Voting Stock	1,485,000 shares
26 6% Preferred Stock (Non-Voting)	<u>300,000 shares</u>
27 Total	1,800,000 shares

28 The holders of preferred stock shall be entitled to receive, when and  
29 as declared by the Board of Directors, dividends from the surplus or net  
30 profits of the corporation at the rate of not to exceed 6% per year. Such right  
31 to dividends shall be non-cumulative. Said dividends shall be set aside and  
32 paid before any dividend shall be set aside or paid upon the shares of common  
stock of either class. The preferred stock shall have no voting right whatever.

1 The entire voting power of the corporation shall be vested in the common  
2 voting stockholders.

3 Holders of the common non-voting stock shall have the same rights as  
4 the common voting stockholders, excepting that they shall have no voting rights  
5 whatever.

6  
7 The company may, by majority action of its voting common stockholders,  
8 retire any and all preferred stock at One Dollar (\$1.00) per share upon due  
9 notice by mail to the last address of the preferred shareholders of record.

10 In the event of any liquidation or dissolution of the corporation, the  
11 holders of the preferred stock shall be entitled to be paid in full the par value  
12 thereof. After the payment to the holders of the preferred stock above provided,  
13 the remaining assets shall be divided and paid to the holders of the common  
14 shares proportionately to their respective shares.  
15

## 16 ARTICLE V

### 17 Officers and Directors

18 The number of directors constituting the board of directors of the corp-  
19 oration shall be not less than three (3) nor more than twenty-five (25).  
20

## 21 ARTICLE VI

### 22 Indemnification of Officers and Directors

23 The corporation shall indemnify any and all of its directors or officers  
24 or former directors or officers or any person who may have served at its  
25 request as a director or officer of another corporation in which it owns shares  
26 of capital stock or of which it is a creditor against expenses actually and neces-  
27 sarily incurred by them in connection with the defense of any action, suit or  
28 proceeding in which they, or any of them, are made parties, or a party, by  
29 reason of being or having been directors or officers or a director or officer  
30 of the corporation, or of such other corporation, except in relation to matters  
31  
32

1 as to which any such director or officer or former director or officer or person  
2 shall be adjudged in such action, suit or proceeding to be liable for negligence  
3 or misconduct in the performance of duty. Such indemnification shall not be  
4 deemed exclusive of any other rights to which those indemnified may be entitled,  
5 under any bylaw, agreement, vote of stockholders, or otherwise.  
6

## 7 ARTICLE VII

### 8 Miscellaneous Provisions

9 The above and foregoing revised Articles of Incorporation supercede  
10 the original Articles of Incorporation of this corporation and all amendments  
11 thereto.  
12

13 After due notice setting forth the above revision of the Articles of  
14 Incorporation by amendment in its entirety had been given to all shareholders  
15 entitled to vote thereon, the said revision was adopted on October 10, 1966,  
16 by the affirmative vote of the owners of all of the shares of common voting stock,  
17 there being 3,360 shares of such stock issued and outstanding.  
18

19 In furtherance and not in limitation of the powers conferred by statute,  
20 the board of directors is expressly authorized:

21 (a) To authorize and cause to be executed mortgages and liens upon the  
22 real and personal property of the corporation.

23 (b) To set apart out of any of the funds of the corporation available for  
24 dividends a reserve or reserves for any proper purpose and to abolish any such  
25 reserve in the manner in which it was created.

26 (c) By resolution passed by a majority of the whole board, to designate  
27 one or more committees, each committee to consist of two or more of the  
28 directors of the corporation, which, to the extent provided in the resolution or  
29 in the bylaws of the corporation, shall have and may exercise the powers of the  
30 board of directors in the management of the business and affairs of the corpora-  
31 tion, and may authorize the seal of the corporation to be affixed to all papers  
32



1 which may require it. Such committee or committees shall have such name  
2 or names as may be stated in the bylaws of the corporation or as may be de-  
3 termined from time to time by resolution adopted by the board of directors.

4 (d) When and as authorized by the affirmative vote of the holders of a  
5 majority of the stock issued and outstanding having voting power given at a  
6 stockholders' meeting duly called for that purpose, or when authorized by the  
7 written consent of the holders of a majority of the voting stock issued and out-  
8 standing, to sell, lease, or exchange all of the property and assets of the  
9 corporation, including its good will, upon such terms and conditions and for  
10 such consideration, which may be in whole or in part shares of stock in, and/or  
11 other securities of, any other corporation or corporations, as its board of  
12 directors shall deem expedient and for the best interests of the corporation.  
13

14 IN WITNESS WHEREOF, we have hereunto set our hands this 31  
15 day of October, 1966.  
16

17  
18 YOUNG ELECTRIC SIGN COMPANY

19 By Thomas Young  
20 President

21 By Elmina C. Young  
22 Secretary-Treasurer

23 STATE OF UTAH )  
24 : ss.  
25 County of Salt Lake )

26 I, Barbara Baedanz, a notary public, hereby certify  
27 that on this 31 day of October, 1966, personally appeared  
28 before me Thomas Young and Elmina C. Young, who, being by me first duly  
29 sworn, declared that he the said Thomas Young is the President, and she the  
30 said Elmina C. Young is the Secretary-Treasurer of Young Electric Sign  
31 Company, that they signed the foregoing document as President and Secretary-  
32

1 Treasurer of the corporation, and that the statements therein contained are  
2 true.

3  
4 Barbara Baldouf  
5 Notary Public, residing in  
6 Salt Lake County, Utah

6 My Commission Expires:

7 June 14, 1968  
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