



Department of State.

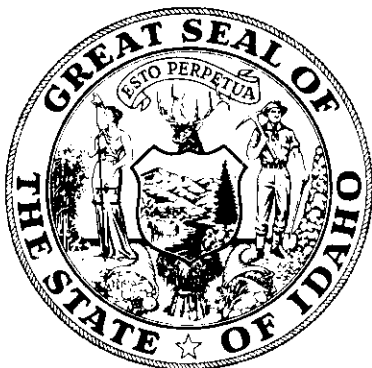
**CERTIFICATE OF AUTHORITY
OF**

COUNTRY COMMUNICATIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of COUNTRY COMMUNICATIONS, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to COUNTRY COMMUNICATIONS, INC. to transact business in this State under the name COUNTRY COMMUNICATIONS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated _____, 19____.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose, makes the following statement:

1. The name of the corporation is Courtesy Communications, Inc.
2. *The name which it shall use in Idaho is Same
3. It is incorporated under the laws of Washington
4. The date of its incorporation is November 24, 1975 and the period of its duration is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is 169 S. Stevens, Spokane, WA 99204
6. The address of its proposed registered office in Idaho is Box 8746 (523 N. Garfield), Moscow, Idaho, 83843, and the name of its proposed registered agent in Idaho at that address is Ralph & Barbara Holick d/b/a/ Gem Personalized Answering Service
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Radio communications

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>John E. Sonneland</u>	<u>President</u>	<u>169 S. Stevens, Spokane</u>
<u>Holly F. Sonneland</u>	<u>Vice President</u>	<u>169 S. Stevens, Spokane</u>
<u>John C. Sonneland</u>	<u>Secretary/Treasurer</u>	<u>169 S. Stevens, Spokane</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>Common</u>	<u>*1.00</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

D-251652

FILE NUMBER



CLERK

DOMESTIC

SECRETARY OF
STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of COURTESY COMMUNICATIONS, INCORPORATED
a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of
Hartley, Gilbert & Breda, P.S.
Attorneys & Counselors At Law
1215 Washington Mutual Bldg.
W. 601 Main Ave.
Spokane, WA 99201
Attn: Mr. F. Nielsen

Filing and recording fee \$50.00

License to June 30, 1976 \$20.00

Excess pages @ 25¢ \$

Microfilmed, Roll No.

Page 194 - 198

In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

November 24, 1975

BRUCE K. CHAPMAN
SECRETARY OF STATE

FILED

NOV 24 1975

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

OF

COURTESY COMMUNICATIONS, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS: That NANCY DONELSON, being over the age of twenty-one (21) years, and for the purposes of forming a corporation under the Washington Business Corporation Act, hereby certifies and adopts in triplicate the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be: COURTESY COMMUNICATIONS, INCORPORATED.

ARTICLE II.

The nature of the business and the purposes for which the corporation is formed are:

(a) To acquire and operate a communication system which will engage in paging, telephone answering and other types of service, but not restricted exclusively to those methods of communication.

(b) To sell, lease, or in any manner dispose of, whether for cash or on terms or by means of any credit device, any and all personal property, including but not limited to every type and kind of goods, wares, and merchandise owned by the corporation, or in which the corporation has any interest whatsoever.

(c) To borrow money, incur indebtedness, or issue notes, bonds or debentures, or other evidences of debt and to mortgage, pledge, hypothecate, convey in trust, or otherwise, any and all property of the corporation, as security for the payment of any such indebtedness.

(d) To purchase, acquire, lease or hold real property, or any interest or estate therein, and to let, demise, convey, assign or transfer any such interest therein as the corporation may deem necessary or convenient in connection with its business.

(e) To purchase, acquire or deal in shares of its own capital to the extent allowed by the laws of the State of Washington.

(f) To purchase or otherwise acquire, in whole or in part, business, good will, rights, franchises, licenses, permits, and property of every kind of any person, association or corporation, and to pay for the same in cash or in shares, bonds or other evidences of indebtedness of this corporation, and to hold, maintain and operate, or in any manner dispose of the whole or any part of the property so acquired, and to conduct, in any lawful manner, the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the management of such business.

(2)

(g) To own and hold stock in other corporations, to establish or assist in the establishment, organization or formation of other companies, firms or corporations; to own, hold, sell, negotiate, assign, exchange, transfer, mortgage, pledge, hypothecate and otherwise deal in and dispose of any shares of the capital stock or any voting trust certificates in respect of shares of capital stock, bonds, notes, debentures, mortgages, securities and other evidences of indebtedness issued or created by any other corporation.

(h) To carry on any business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may promote the interest of this corporation or enhance the value of its property or business; to conduct its business in this state, or elsewhere within the United States or foreign countries, and to have and to exercise all the powers conferred by the laws of the State of Washington upon business corporations, as such laws are now in effect or may be at any time hereafter amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall be in no wise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE III.

The duration of this corporation shall be perpetual.

ARTICLE IV.

The registered office of this corporation shall be located at:
169 S. Stevens, Spokane, Washington, 99204.

The post office address of the registered office of the corporation shall be: Box 8466, Spokane, Washington, 99203.

The registered agent of the corporation shall be: NANCY DONELSON, whose address is 169 S. Stevens, Spokane, Washington, 99204.

ARTICLE V.

The amount of paid-in capital with which the corporation shall begin business is not less than \$1,000.00.

ARTICLE VI.

The authorized capital stock of the corporation shall be \$50,000.00, consisting of one class of 5,000 shares of common stock having no par value.

(3)

ARTICLE VII.

No transfer of stock by this corporation by sale, gift, or otherwise, and including transfers by operation of law, shall be made except as provided in the By-Laws of the corporation.

ARTICLE VIII.

The names and places of residence of each of the incorporators is as follows:

Nancy Donelson
169 South Stevens Street
Spokane, Washington 99204

ARTICLE IX.

The first directors of this corporation shall be three (3) in number and their post office addresses are as follows:

Nancy Donelson
169 South Stevens Street
Spokane, Washington 99204

John Sonneland
3320 S. Napa
Spokane, Washington 99203

Holly Sonneland
3320 S. Napa
Spokane, Washington 99203

and each of said directors shall hold office until January, 1976, or until his successor has been elected and qualified in the manner prescribed by law or by the By-Laws of the corporation.

ARTICLE X.

The authority to make or amend the By-Laws is vested in the Board of Directors or the shareholders of the corporation.

ARTICLE XI.

The management of this corporation shall be vested in the Board of Directors; the number of directors shall not be less than three (3), nor more than nine (9); and the number, qualifications, terms of office, manner of

(4)

election, time and place of meeting, and powers and duties of the directors shall be such as are prescribed by the By-Laws of the corporation.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto affixed my hand and seal this 21 day of Nov., 1975.

Nancy Donelson
NANCY DONELSON

STATE OF WASHINGTON)

:

County of Spokane)

I, the undersigned, a Notary Public in and for said County and State, do hereby certify that on this 21 day of Nov., 1975, personally appeared before me NANCY DONELSON, to me known to be the individual described in and who executed the foregoing instrument and acknowledged to me that she signed the same instrument freely and voluntarily for the uses and purposes therein mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL the day and year in this certificate first above written.

Paul Nelson
Notary Public in and for the State
of Washington, residing at Spokane.

MEMO



STATE OF WASHINGTON
OFFICE OF SECRETARY OF STATE
BRUCE K. CHAPMAN
CORPORATIONS & TRADEMARKS DIVISION
OLYMPIA, WASHINGTON 98504

OFFICIAL CERTIFICATION OF THIS DOCUMENT,
AS TO ITS PREPARATION BY THE OFFICE OF
THE SECRETARY OF STATE, APPEARS ON THE
BACK OF THE LAST PAGE

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SECRETARY OF
STATE

D251652
FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

AMENDED

ARTICLES OF INCORPORATION

of COURTESY COMMUNICATIONS, INCORPORATED
a domestic corporation of Spokane, Washington,
Reclassifying shares

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of
Lukins, Annis, Shine, et al
Attorneys at Law
Washington Trust Financial Center
Spokane, WA 99204
Attn: Bonnie Forsythe

Filing and recording fee \$

License to June 30, 19 \$

Excess pages @ 25¢ \$

Microfilmed, Roll No.

In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol, June 29, 1979

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467-470

FILED

JUN 29 1979

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
COURTESY COMMUNICATIONS, INCORPORATED

Articles of Amendment of the Articles of Incorporation of Courtesy Communications, Incorporated, are herein executed by said Corporation, pursuant to the provisions of R.C.W. 23A.16.040 and 23A.16.050, as follows:

1. The name of the Corporation is "COURTESY COMMUNICATIONS, INCORPORATED".

2. The amendment to the Articles of Incorporation of said Corporation is as follows:

"ARTICLE VI. shall be amended to read as follows:

"The aggregate number of shares which the Corporation shall have authority to issue is fifty thousand (50,000) common shares of the par value of One Dollar (\$1.00) per share for an aggregate authorized capital of Fifty Thousand Dollars (\$50,000.00). Said shares shall consist of only one class and each of said shares shall have equal voting rights."

3. The date of the adoption of said amendment by the shareholders of the Corporation is May 2, 1979.

4. The number of shares outstanding of said Corporation is two thousand five hundred (2,500) shares, all of which are entitled to vote.

5. The number of shares voting for and against said amendment, respectively, were as follows:

For Amendment

2,500 shares

Against Amendment

0 shares

6. The amendment provided for the exchange of issued and outstanding shares, one (1) share of no par value stock for one (1) share of One Dollar (\$1.00) par value stock.

7. The amendment does not effect a change in the amount of stated capital.

COURTESY COMMUNICATIONS,
INCORPORATED

By

John E. Sonneland
John E. Sonneland, President

By

John C. Sonneland
John C. Sonneland, Secretary

STATE OF WASHINGTON)

: ss

County of Spokane)

On this 24 day of July, 1979, before me personally appeared JOHN E. SONNELAND to me known to be the President of COURTESY COMMUNICATIONS, INCORPORATED, the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

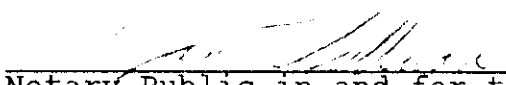
GIVEN UNDER MY HAND AND OFFICIAL SEAL the day and year in this certificate first above written.

Notary Public in and for the State
of Washington, residing at Spokane.

STATE OF WASHINGTON)
 : ss
County of Spokane)

On this 20 day of June, 1979, before me personally appeared JOHN C. SONNELAND to me known to be the Secretary of COURTESY COMMUNICATIONS, INCORPORATED, the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

GIVEN UNDER MY HAND AND OFFICIAL SEAL the day and year in this certificate first above written.


Notary Public in and for the State
of Washington, residing at Spokane.

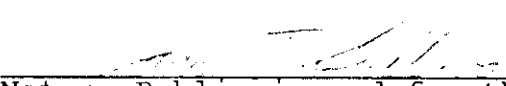
STATE OF WASHINGTON)
 : ss
County of Spokane)

JOHN E. SONNELAND, being first duly sworn on oath, deposes and states:

That he is the President of COURTESY COMMUNICATIONS, INCORPORATED; that he has read the foregoing Articles of Amendment to the Articles of Incorporation, knows the contents thereof, and believes the same to be true and correct to the best of his knowledge.


John E. Sonneland

SUBSCRIBED AND SWORN to before me this 20 day of June, 1979.


Notary Public in and for the State
of Washington, residing at Spokane.

16/SBL/MJ 5/M