

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

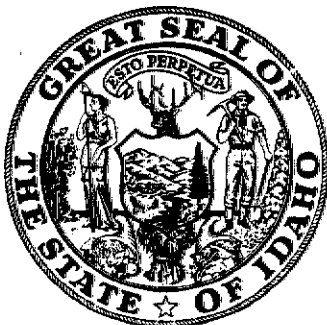
WHITE HAT MEDIA, INC.

File number C 117815

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: January 9, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION

OF

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WHITE HAT MEDIA, INC.

**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned, acting as the incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is WHITE HAT MEDIA, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to provide advertising services and to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000), \$1.00 par value.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are set forth in the By-Laws of the corporation.

ARTICLE VII

Pursuant to Idaho Code Section 30-1-145, any action required by the Idaho Business Corporation Act to be taken at a meeting of the shareholders may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof; such consent shall have the same effect as a unanimous vote of shareholders.

**IDAHO SECRETARY OF STATE
DATE 01/09/1997 0900 53760**

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CK #: 6430 CUST# 2300

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ARTICLES OF INCORPORATION - 1

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ARTICLE VIII

The address of the initial registered office of the corporation is 2777 South Orchard, P.O. Box 7944, Boise, Idaho 83707 and the name of its initial registered agent at such address is James D. Gonsalves.

ARTICLE IX

The number of directors constituting the initial board of directors of the corporation is five, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
James D. Gonsalves	P.O. Box 7944 Boise, Idaho 83707
Bradley B. Dillon	P.O. Box 7944 Boise, Idaho 83707
Dennis E. Dillon	P.O. Box 7944 Boise, Idaho 83707
D. Todd McCurry	P.O. Box 7944 Boise, Idaho 83707
Jay D. Brandt	P.O. Box 7944 Boise, Idaho 83707

ARTICLE X

The name and address of each incorporator is:

NAME	ADDRESS
James D. Gonsalves	P.O. Box 7944 Boise, Idaho 83707

DATED This 6 day of January, 1997.

Incorporator:


JAMES D. GONSALVES