

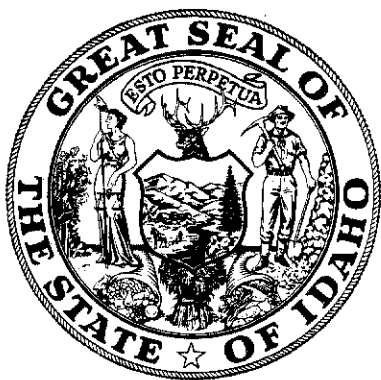
CERTIFICATE OF INCORPORATION
OF

800 - CONNECT, INC.

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 23, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION

OF

800 - CONNECT, INC.

REC. 11
SEC. 1111

87 JAN 28 09 9 15

The undersigned, acting as incorporators under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is 800 - Connect, Inc.

ARTICLE TWO

DURATION

The duration of the corporation shall be perpetual.

ARTICLE THREE

PURPOSES AND POWERS

The purposes of the corporation and its powers are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE FOUR

STOCK

The aggregate number of shares which the corporation shall have authority to issue is 100 in number and they shall be of no par value. Shares of stock which shall have been fully paid for shall be nonassessable.

ARTICLE FIVE

LOCATION

The location and address of the initial registered office of the corporation is 75 North Main, Driggs, Idaho 83422 and the name of its initial registered agent at such address is Susan W. Fenger.

ARTICLE SIX

BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three, 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:

<u>Name</u>	<u>Address</u>
Mark S. Rockefeller	75 North Main Driggs, Idaho 83422
Roberta L. Rockefeller	75 North Main Driggs, Idaho 83422
Susan W. Fenger	75 North Main Driggs, Idaho 83422

ARTICLE SEVEN

INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Mark S. Rockefeller	75 North Main Driggs, Idaho 83422
Roberta L. Rockefeller	75 North Main Driggs, Idaho 83422

Susan W. Fenger

75 North Main
Driggs, Idaho 83422

IN WITNESS WHEREOF, we have hereunto set our hands and
seals this 15 day of January, 1987.

Susan W. Fenger
Roberta L. Rockefeller
W.D. Price

STATE OF IDAHO)
County of Teton) ss.

ON THIS 15th day of January, 1987, before me,
Wayne W. Price, a Notary Public in and for said
State, personally appeared Roberta L. Rockefeller, known or
identified to me to be the person whose name is subscribed to the
within instrument, and acknowledged to me that she 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.

Wayne W. Price
Notary Public for Idaho
Residing at: Driggs
My Commission Expires: 1991

(SEAL)

STATE OF IDAHO)
County of Teton)

ON THIS 15th day of January, 1987, before me
Layne W Price, a Notary Public in and for said
State, personally appeared Mark S. Rockefeller, known or
identified to me to be the person whose name is subscribed to the
within and foregoing instrument, and acknowledged to me that he
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.

Layne W Price
Notary Public for Idaho
Residing at: Driggs
My Commission Expires: Life

(SEAL)

STATE OF IDAHO)
County of Teton) ss.

ON THIS 15 day of January, 1987, before me,
Brooke Saindon, a Notary Public in and for said
State, personally appeared Susan W. Fenger, known or identified
to me to be the person whose name is subscribed to the within
instrument, and acknowledged to me that she 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.

Brooke Saindon
Notary Public for Idaho
Residing at: Driggs, Idaho
My Commission Expires: Life

(SEAL)