

ARTICLES OF INCORPORATION  
OF

let's-go.TV, Inc.

**FILED/EFFECTIVE**

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Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Idaho Non-Profit Corporation law, do hereby certify:

**First:** The name of the corporation is: **let's-go.TV, Inc.**

**Second:** The place where the principal office of the Corporation is to be located is the City of Idaho Falls, Bonneville County.

**Third:** Said corporation is organized exclusively for charitable, educational, scientific and artistic purposes, including for such purposes, the making of distributions to such organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Fourth:** The name and address of the person who is the initial incorporator of the corporation is as follows:  
Lucy Marshall, 291 S. Ridge Ave., Idaho Falls, ID 83402.

**Fifth:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Sixth:** Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Seventh:** The mailing address of the corporation is 291 S. Ridge Ave., Idaho Falls, ID 83402.

**Eighth:** The name and address of the corporation's registered agent is: Kate Reynolds Yaskot, mailing address is P.O. Box 694, Driggs, ID 83422, and the physical address is 380 Fremont St., Driggs, ID.

**Ninth:** The names and addresses of the initial board of directors are:  
Lucy Marshall, 291 S. Ridge Ave., Idaho Falls, ID 83402  
Kate Yaskot, 380 Fremont St., Driggs, ID 83422

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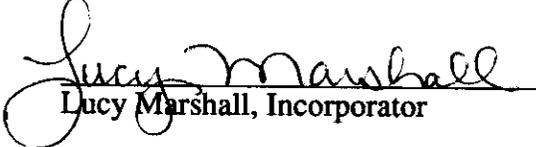
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Lisandra Pinuelas, 75 Grandview Dr., Driggs, ID 83422

**Tenth:** The duration of the corporation is perpetual.

**Eleventh:** The corporation will have non-voting members.

In witness whereof, I have hereunto subscribed my name this 18 day of July 2001.

  
Lucy Marshall, Incorporator

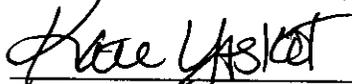
CONSENT TO APPOINTMENT OF REGISTERED AGENT

TO: THE SECRETARY OF STATE OF THE STATE OF IDAHO

Pursuant to the provisions of the Idaho Non-Profit Corporation Act, Kate Yaskot submits to appointment of registered agent:

1. I, Kate Yaskot, residing at 380 Fremont St., Driggs, Idaho 83422, voluntarily consent to serve as the registered agent for Let's - Go.TV on the date shown below.
2. I certify I am an individual who resides in this state and whose business address is identical with the registered office.
3. I know and understand the duties of a registered agent in the Idaho Non-Profit Corporation Act.

Dated this 17 day of July, 2001

  
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Kate Yaskot  
Registered Agent of  
let's-go.TV