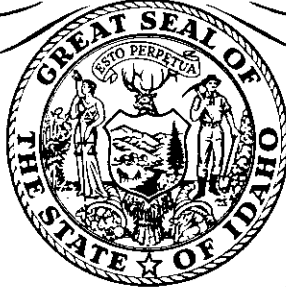


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

PETE T. CENARRUSA
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 the original of the articles of incorporation of

POCATELLO RADIO ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **fourth** day
of **December** A. D. One Thousand Nine Hundred **seventy** and
is ~~to be~~ **duly recorded on Film Microfilm** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Pocatello, Idaho in the County of **Bannock**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

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 **4th** day of **December**,
A.D., 19**70**.

Secretary of State.

Garth S. Pincock
Attorney at Law
SPAULDING BUILDING
P. O. 1567 - PHONE 232-7680
POCATELLO, IDAHO 83201

ARTICLES OF INCORPORATION

OF

POCATELLO RADIO ASSOCIATION, INC.

1 KNOW ALL MEN BY THESE PRESENTS:

2 THAT WE, the undersigned, citizens of the United States,
3 and of lawful age, have today voluntarily associated ourselves
4 for the purpose of forming a non-profit, cooperative association,
5 under the provisions of Chapter 10, Title 30, Idaho Code, and
6 all other laws of the state of Idaho, pertaining thereto, and
7 we hereby certify as follows:

8 Article I

9 The name of this Corporation shall be,
10 POCATELLO RADIO ASSOCIATION, INC.

11 Article II

12 The purpose of this corporation shall be to provide
13 general radio repairing service, paging service and two-way
14 radio service among the members of the Association; to acquire
15 title and hold title to such real and personal property as may
16 be necessary or desirable to carry out its purpose, and to
17 manage and operate any real or personal property given and devised
18 to or acquired by the corporation; to sell, convey, dispose of
19 or exchange, both real or personal property, and to do any and
20 all things convenient and incidental to the purposes of the
21 corporation, and generally to have and exercise all such powers
22 that are by law conferred upon such corporations of like character,
23 and in carrying out the purpose of this corporation to do any and
24 all things and exercise any and all powers, not prohibited by
25 law, but not for pecuniary profit.

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Article III

This Corporation shall have perpetual existence.

Article IV

Charter membership in this Corporation shall consist of the Incorporators and those who sign the By-laws within a month after incorporation; future membership shall be provided for in the By-laws of this corporation. A membership certificate shall be issued to each member. The rights and interest of all members shall be equal, and no member shall have or acquire greater interests therein, than any other member, and no member shall hold more than one certificate of membership in this corporation. This Corporation shall never issue any capital stock. No member of the corporation shall ever receive any part of the net earnings of said corporation, but he shall not be debarred from receiving payment for services actually rendered or material furnished, and each member agrees that all funds of this Corporation shall be used solely and exclusively for carrying out and attaining the objectives of this corporation.

Article V

The number of directors for this corporation shall be not less than five (5), nor more than thirty (30), each of them shall be a member of this corporation, and the number, qualifications, and terms of office, manner of election, time and place for calling meetings, and powers and duties of the directors, shall be prescribed in the By-laws of the Corporation. The Board of Directors shall have power to conduct all the affairs of the corporation.

Article VI

The officers of this Corporation shall be a President, Vice-president, and Secretary-treasurer, and such other officers as the Board of Directors shall deem necessary. Each of the officers shall have such powers as are conferred by the By-laws

1 of the corporation. Officers shall be chosen by and shall hold
2 office according to the dictates of the Board of Directors.

3 Article VII

4 That the annual meeting of the membership of the
5 Corporation shall be held upon a date provided for in the
6 By-laws of the Corporation.

7 Article VIII

8 In the event of the dissolution of this Corporation,
9 the disposal of assets or property shall be determined at the
10 time of such dissolution by the directors, provided that such
11 assets shall be sold or otherwise disposed of and the proceeds
12 used to defray any existing indebtedness or expense of the
13 said Corporation; provided further that in no event shall any
14 of the assets or property of this Corporation, or the proceeds
15 of any such assets or property, in the event of the dissolution
16 thereof, shall go or be distributed to members, unless for
17 reimbursement for past services, or indebtedness; provided
18 further that any remaining funds shall be, after costs and
19 expenses of dissolution are completed, donated to a worthy
20 cause to be determined by the Board.

21 Article IX

22 These Articles of Incorporation may be amended after
23 approval by the Board of Directors, by simple majority of the
24 voting members of the Corporation, at a special meeting called
25 for the purposes, or at a regular meeting upon notice to each
26 member, of at least 10 days prior to such regular or special
27 meetings for the intention to consider such amendment.

28 Article X

29 The registered office of this Corporation shall be
30 at 344 Yellowstone Avenue, Pocatello, Idaho.

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The names and addresses of the incorporators are:

DAVID JAMES ANDERSON	355 South 11th, Pocatello, Idaho
LEON MANNING	524 North 12th, Pocatello, Idaho
FRED SNEIDER	1222 North Main, Pocatello, Idaho
GARTH S. PINCOCK	1775 Beth Street, Pocatello, Idaho
JUDY MENARD	357 South Grant, Pocatello, Idaho

IN WITNESS WHEREOF, the parties hereto have hereunto
set their hands and caused this instrument to be executed in
triplicate this 2 day of December, 1970.

David James Anderson
DAVID JAMES ANDERSON
Leon Manning
LEON MANNING
Fred Snyder
FRED SNEIDER
Garth S. Pincock
GARTH S. PINCOCK
Judy Menard
JUDY MENARD

STATE OF IDAHO
COUNTY OF BANNOCK:ss

On this 2 day of December 1970, before me
a Notary Public in and for said State, personally appeared
DAVID JAMES ANDERSON, LEON MANNING, FRED SNEIDER, GARTH
PINCOCK and JUDY MENARD, known to me to be the persons whose
names are subscribed to the within instrument, and acknowledged
to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal this 2 day of December 1970.

G. C. E. Baker
NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho

My Commission Expires:

6-15-71