

ARTICLES OF INCORPORATION PM 12 39

OF
SECRETARY OF
STATE

Northwest Inland Empire Magazine, Inc.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is Northwest Inland Empire Magazine, Inc.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: Ten thousand(10,000). Such shares are to consist of one class only. The par value of each of such shares shall be One Dollar(\$1.00), which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is: 1700 Fairmont Loop, Coeur d'Alene, Id.

The name of the corporation's initial registered agent at such address is: S. Douglas Sweitzer

EIGHTH

The number of directors constituting the initial Board of Directors is: two(2)

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME S. Douglas Sweitzer Pres.

ADDRESS 1700 Fairmont Loop, Coeur d'Alene, Id. 83814

NAME Deborah A. Sweitzer Vice-Pres.

ADDRESS 1700 Fairmont Loop, Coeur d'Alene, Id. 83814

NAME Deborah A. Sweitzer Sec.

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME S. Douglas Sweitzer

ADDRESS 1700 Fairmont Loop, Coeur d'Alene, Id. 83814

NAME Deborah A. Sweitzer

ADDRESS 1700 Fairmont Loop, Coeur d'Alene, Id. 83814

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IN WITNESS WHEREOF, we have hereunto set our hands and
seals this 25th day of Feb., 19 87.

S. Douglas Sweitzer
President

Deborah A. Sweitzer
Vice-President

Deborah A. Sweitzer
Secretary

STATE OF IDAHO)
County of BLAINE) ss.

On this 25th day of February, 19 87,
before me, the undersigned, a Notary Public in and for the
State of Idaho, personally appeared:

S. Douglas Sweitzer

Deborah A. Sweitzer

known to me to be the persons whose names are subscribed to
the within and foregoing instrument, and acknowledged to me
that they executed the same, and that they were persons of
lawful age and citizens of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certifi-
cate first above written.

(Seal)

Laurie J. Long
Notary Public for Idaho

Residing at: KETCHUM

My commission expires: 6/28/87