

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

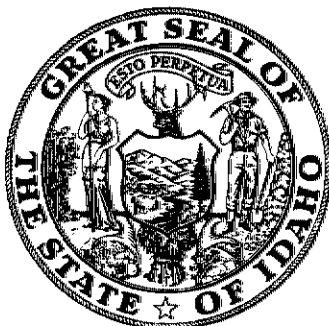
PERPETUAL MARKETING CONCEPTS, INC.

File number C 112796

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: November 29, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

Nov 22 12 13 PM '95

## ARTICLES OF INCORPORATION

Nov 28 1 11 PM '95

SECRETARY OF STATE  
STATE OF IDAHO

SECRETARY OF STATE  
STATE OF IDAHO

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Idaho, adopt the following articles of incorporation:

### FIRST

The name of the corporation is: **PERPETUAL MARKETING CONCEPTS,**

### SECOND

The period of its duration is continuous until terminated by agreement or law.

### THIRD

The purpose of the corporation is for any or all lawful business for which corporations may be incorporated under the act and not forbidden by these articles or law.

### FOURTH

The aggregate number of authorized shares is 250,000., no par value.

### FIFTH

The corporation will not commence business until at least \$1,000.00 dollars have been received by it as consideration for the issuance of shares.

### SIXTH

Cumulative voting of shares of stock are authorized.

### SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are that shareholders shall have preemptive and preferential rights of subscription to any shares of stock of the corporation.

### ARTICLE OF INCORPORATION - 1

IDAHO SECRETARY OF STATE

11/22/95 9:00:00 AM  
Customer # 51052  
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CORPORATION PROFIT

1 @ 100.00 = 100.00

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## **EIGHTH**

Provisions for regulating the internal affairs of the corporation are that the corporation shall have and may exercise all powers necessary or convenient to effect its purposes.

## **NINTH**

The address of the initial registered office of the corporation is 3050 North Lakeharbor Lane, Suite 100, Boise, Idaho 83703 and the name of its initial registered agent at such address is Michael K. Northcott.

## **TENTH**

The address of the principal place of business is 3050 North Lakeharbor Lane, Suite 100, Boise, Idaho 83703.

## **ELEVENTH**

The number of directors constituting the initial board of directors of the corporation 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 as follows:

Michael K. Northcott on behalf of BizNet International Networking	5858 West Riverbend Lane Boise, Idaho 83703
Kipper Seljestad	3116 Falling Brook Lane Boise, Idaho 83706
Scott Lind on behalf of Phase, Ltd.	4011 Grenadier Meridian, Idaho 83642

**TWELFTH**

The name and address of each incorporator is:

BizNet International  
Networking

5858 West Riverbend Lane  
Boise, Idaho 83703

By: Michael K. Northcott  
Michael K. Northcott on behalf of  
BizNet International Networking

Kipper Seljestad

3116 Falling Brook Lane  
Boise, Idaho 83706

By: Kipper Seljestad  
Kipper Seljestad

Phase LTD.

4011 Grenadier Drive  
Meridian, Idaho 83642

By: Scott Lind  
Scott Lind on behalf of  
Phase LTD.

Dated: October 24, 1995