

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

LOUIS L. CLAY
I, ~~LOUIS L. CLAY~~, 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

ROBERT S. WHEAT ADVERTISING, INC.,

was filed in the office of the Secretary of State on the **Seventh** day
of **June** A.D. One Thousand Nine Hundred **Sixty-six** and
~~will be~~
duly recorded on Film No. ~~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, 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

Fifty Years existence from the date hereof, with its registered office in this State located at

San Valley,

in the County of

Blaine.

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 **7th** day of **June**,
A.D., 19**66**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
ROBERT S. WRIGHT ADVERTISING, INC.

KNOW ALL MEN BY THESE PRESENTS: That We, ROBERT S. WRIGHT whose address is Post Office Box 234, Ketchum, Idaho, MARGARET A. WRIGHT whose address is Post Office Box 234, Ketchum, Idaho, and JAMES B. DONART whose address is 32 East Main Street, Weiser, Idaho, desiring to form a corporation under and by virtue of the laws of the State of Idaho do hereby associate ourselves together for said purpose and execute, acknowledge, adopt and file the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be ROBERT S. WRIGHT ADVERTISING, INC.

ARTICLE II.

The names of the persons so hereby associating themselves together for the purposes aforesaid are: Robert S. Wright, Post Office Box 234, Ketchum, Idaho; Margaret A. Wright, Post Office Box 234, Ketchum, Idaho, and James B. Donart, 32 East Main Street, Weiser, Idaho, each of whom is a resident and citizen of the United States of America and of the State of Idaho, and over the age of twenty-one years;

ARTICLE III.

The principal place of business and registered office of this corporation shall be Post Office Box 95, Sun Valley, Idaho, and there may be such other subordinate and branch offices hereafter established either within or without the State of Idaho, as the Board of Directors of said corporation may determine;

ARTICLE IV.

That the general nature of the business to be transacted by this corporation

LAW OFFICES
DONART & DONART
WEISER, IDAHO

and objects and purposes for which this corporation is formed are as follows:

To conduct the general business of an advertising agency and public relations service; to contract to perform art work and to make up and to contract to have the same performed, to compose and place all types of advertising and to contract for the placement of the same in magazines, newspapers and all forms of publication, radio, television, billboards and other media for the dissemination of promotional and advertising material, to enter to sub-agency agreements, to contract for compensation on standard agency commissions based upon a percentage of gross charges for placement of advertising and to collect such other fees for the performance of any of the aforesaid services as may be necessary; to engage in the business of promoting, selling and distributing advertising material, advertising displays and to transact the business of advertising, promoting, developing the business of other corporations, partnerships or individuals for hire or upon commission, or otherwise, by and through the means of preparing advertising for other corporations, partnerships or individuals and of advertising the business, commodities or other property, real, personal or mixed of other corporations, partnerships or individuals, in newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets, other similar literature and other advertising media.

To acquire by purchase or lease real or personal property as may from time to time be necessary or expedient in carrying out the business for which this corporation is being formed; to acquire an interest in other business operations including the right to buy or sell the stock of other corporations; to borrow money and to issue as evidence thereof its notes or bonds, or other evidence of such indebtedness and to secure the payment of the same by the execution of a pledge, Deed, Trust Deed, Mortgage or Chattel Mortgage, Title Retaining Note or

Contract upon any or all of its real or personal property; to sell or convey all or any of its corporate property whether real or personal giving to the purchaser thereof as full and complete title as may be possessed by said corporation; to do any and all acts hereinbefore set forth and such other acts and deeds as may be necessary and expedient in the operation of the business so to be conducted by this corporation as hereinbefore set forth and for the accomplishment of the purposes for which this corporation is formed.

ARTICLE V.

The authorized capital stock of this corporation shall be FIVE THOUSAND (\$5,000.00) Dollars, divided into fifty (50) shares of the par value of One Hundred (\$100.00) Dollars, per share and said stock shall be non-assessable and all Certificates of Stock issued to any purchaser of stock of this corporation shall have printed thereon the following words:

"This stock is fully paid up and is nonassessable."

ARTICLE VI.

That all of the capital stock of this corporation has been subscribed by the following named persons in the amounts set opposite their respective names:

Robert S. Wright	48 shares	Par Value \$4800.00
Margaret A. Wright	1 share	Par Value \$100.00
James B. Donart	1 share	Par Value \$100.00

ARTICLE VII.

That the government and management of the business of this corporation shall be vested in a Board of three (3) Directors and that Robert S. Wright, Margaret A. Wright and James B. Donart shall be and constitute the First Board of Directors of this corporation and shall hold their offices as such until their successors are elected and qualified;

ARTICLE VIII.

The Directors as well as the stockholders shall have power to make such prudential By-Laws as they may deem proper for the management of the corporation not inconsistent with the general By-Laws of the corporation and power is hereby conferred upon the Board of Directors by a two-thirds vote of said Directors to repeal and/or amend the general By-Laws of the corporation and to adopt new general By-Laws;

ARTICLE IX.

That the time of commencement of this corporation shall be the day on which a copy of these Articles of Incorporation is filed in the Office of the Secretary of State of the State of Idaho, and this corporation shall continue for the term of fifty (50) years thereafter.

IN WITNESS WHEREOF, The said parties have hereunto set their hands and seals this 31st day of May, 1966.

Robert L. Wright (SEAL)


Margaret A. Wright (SEAL)

James B. Donart (SEAL)

STATE OF IDAHO)
 : ss.
County of Blaine)

On this 27 day of May, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT S. WRIGHT and MARGARET A. WRIGHT known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.

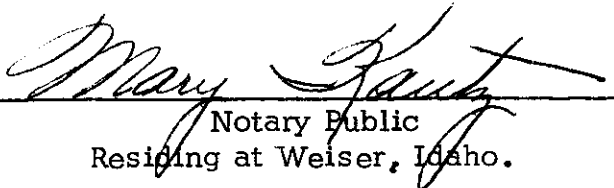


Notary Public
Residing at Ketchum, Idaho

STATE OF IDAHO)
 : ss.
County of Washington)

On this 31st day of May, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared JAMES B. DONART known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.



Notary Public
Residing at Weiser, Idaho.

LAW OFFICES
DONART & DONART
WEISER, IDAHO