

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CHARLYNN CORPORATION
File number C 106173

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: May 2, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sipe*

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ARTICLES OF INCORPORATION

OF

CHARLYNN CORPORATION

I, the undersigned, natural person over the age of eighteen (18) years, acting as incorporator under the laws of the State of Idaho, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is Charlynn Corporation and its duration shall be perpetual.

ARTICLE II

The purposes for which this corporation were organized are:

1. The development and marketing of book and magazine manuscripts.
2. To purchase, acquire through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, improve, develop, construct, maintain, equip, operate and generally deal in any and all property, improved or unimproved, and the products and avails thereof, and of any and every kind or description, real, personal and mixed, wheresoever situated.

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3. To acquire by purchase, exchange or otherwise, the shares of any corporation, including this corporation; to contract or to deal in contracts, including the receipt and sale thereof as well as financing thereof.

4. In general, to do any and all of the things set forth to the same extent as a natural person might or could do to carry on any business in connection therewith, and to do all things not forbidden, and with all the powers conferred upon corporations by the applicable Idaho statutes.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of no par value.

ARTICLE IV

The corporation shall not commence business until \$1,000.00 has been received by it as consideration for the issuance of its shares of stock.

ARTICLE V

The address of the initial registered office of the corporation is 1904 E. Coeur d'Alene Avenue, Apartment 2, Post Falls, Idaho 83854 and the registered agent at such address is Barbara E. Fraley.

ARTICLE VI

The initial Board of Directors shall consist of one member, the name and address of whom is as follows:

Barbara E. Fraley
1904 E. Coeur d'Alene Avenue, Apt. 2
Post Falls, ID 83854

ARTICLE VII

The name and address of the incorporator is:

Barbara E. Fraley
1904 E. Coeur d'Alene Avenue, Apt. 2
Post Falls, ID 83854

ARTICLE VIII

All notices shall be mailed to:

Barbara E. Fraley
1904 E. Coeur d'Alene Avenue, Apt. 2
Post Falls, ID 83854

I, the undersigned incorporator, declare under penalties of perjury that I have examined the foregoing and to the best of my knowledge and belief, it is true, correct and complete.


BARBARA E. FRALEY

SUBSCRIBED AND SWORN to before me this 28th day of April

1994.


NOTARY PUBLIC FOR IDAHO
My commission expires: 2-16-2000