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**MINUTES OF ACTION BY CONSENT OF  
A COMBINED ANNUAL MEETING OF BOARD OF  
DIRECTORS AND SHAREHOLDERS OF  
Paradise Valley Electronics Inc., an Idaho Corporation**

The undersigned, being all of the Directors and Shareholders of Paradise Valley Electronics, Inc., waive notice and take the following action by consent of the annual meeting of the Board of Directors and Shareholders of Paradise Valley Electronics, Inc., an Idaho corporation, as of the 31<sup>st</sup> day of December, 2003.

**1. ELECTION OF DIRECTORS.**

RESOLVED, that the shareholders hereby elect the following persons to serve as Directors of the Corporation until successors are duly elected as follows:

Jay D. Papillon, Linda V. Papillon.

**2. ELECTION OF OFFICERS.**

RESOLVED, that the Directors hereby appoint persons to serve as officers of the Corporation until their successors are duly elected as follows:

President:	Jay D. Papillon
Vice President:	Linda V. Papillon
Secretary:	Jay D. Papillon
Treasurer:	Linda V. Papillon

3. APPROVAL OF CORPORATION'S ACTS.

RESOLVED, that the lawful acts of the Corporation and its proper officers and agents since the last meeting of its Directors and Shareholders are hereby ratified, confirmed and approved.

When signed by the Directors and Shareholders of the Corporation, these Minutes may be certified as having been unanimously adopted by vote of the Board of Directors and Shareholders of the Corporation on the date first above written.

IN WITNESS WHEREOF, the foregoing Minutes are approved as of the date first above written.

BOARD OF DIRECTORS:

By: Jay D. Papillon  
Jay D. Papillon, Director

Date Signed: Jan 27, 2004

By: Linda V. Papillon  
Linda V. Papillon, Director

Date Signed: Jan 27, 2004

By: Jay D. Papillon  
Jay D. Papillon, Shareholder

Date Signed: Jan 27, 2004

By: Linda V. Papillon  
Linda V. Papillon, Shareholder

Date Signed: Jan 27, 2004