

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MOTION GRAPHIC PRODUCTIONS, INC.

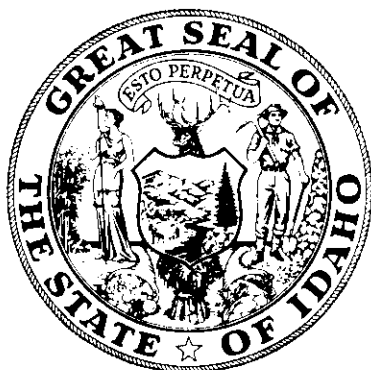
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

MOTION GRAPHIC PRODUCTIONS, INC.

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: **January 19, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
MOTION GRAPHIC PRODUCTIONS, INC.

The undersigned natural person of legal age, acting as incorporator under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is MOTION GRAPHIC PRODUCTIONS, INC.

ARTICLE II

The duration of the Corporation is to be perpetual.

ARTICLE III

The purposes for which this Corporation is organized are as follows:

1. To produce, acquire, purchase, own, maintain, sell, lease, distribute, and exhibit personal and commercial films and video tapes, movies, and other visual media, primarily in relation to skiing and outdoor recreation, and generally deal in motion pictures of every kind, nature, and description, of any size and dimension, colored or otherwise, with or without sound synchronization, talking sequences or musical accompaniment.

2. To purchase or otherwise acquire, hold, manufacture, use, sell, exchange, assign, mortgage, pledge, hypothecate, deal in and dispose of real and personal property of every kind and description, including any interest therein, and also including shares of stocks, bonds, debentures, notes, evidences of indebtedness and other securities, contracts or obligations of any kind whatsoever.

3. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to this Corporation.

4. To engage in activities which are necessary, suitable, or convenient for the accomplishment of those purposes, or which are incidental thereto, or connected therewith; and to conduct its business and carry out those purposes in any State, Territory, District, or Possession of the United States, or in

any other foreign country, to the extent not forbidden by law.

ARTICLE IV

1. The aggregate number of shares which the Corporation shall have authority to issue 100,000 shares.

2. Such shares are to consist of 50,000 shares of voting common stock with a par value of \$1.00 for each of such shares and 50,000 shares of nonvoting common stock with a par value of \$1.00 for each of such shares.

ARTICLE V

The provisions for the regulations of the internal affairs of the Corporation shall be set forth in the Bylaws.

ARTICLE VI

Provisions for the restriction on the transferability of the Corporation's stock shall be set forth in the Bylaws.

ARTICLE VII

The address of the original registered agent of this Corporation is Route 5, Box 162A, Priest Lake, Idaho 83856. The name of the initial registered agent of this Corporation at that address is Craig W. Hill.

ARTICLE VIII

The initial Board of Directors pursuant to Idaho Code 30-1-36 shall consist of two members. The names and addresses of the persons who are to serve as Directors until the First Annual Meeting of the Shareholders or until their successors be selected and qualified are as follows:

Craig D. Adkins
Route 5, Box 162A
Priest Lake, ID 83856

Craig W. Hill
Route 5, Box 162A
Priest Lake, ID 83856

ARTICLE IX

The name and address of the incorporator of this Corporation is as follows:

Gerald A. Rein
1600 Washington Trust Financial Center
Spokane, WA 99204

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, executed these Articles of Incorporation and certifies to the truth of the facts herein stated this 17th day of January, 1983.



Gerald A. Rein
INCORPORATOR