

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

RARE EARTH IMAGES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RARE EARTH IMAGES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to RARE EARTH IMAGES, INC. to transact business in this State under the name RARE EARTH IMAGES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 28, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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2. Pursuant to Section 1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to conduct business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Rare Earth Images, Inc.

2. The name which it shall use in Idaho is N/A

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Arkansas

4. The date of its incorporation is July 30, 1993 and the period of its duration, if other than perpetual, is N/A

5. The address of its principal office in the state or country under the laws of which it is incorporated is 125 W. Central, #218, Bentonville, AR 72712

6. The address to which correspondence should be addressed, if different than item 5, is N/A

7. The street address of its proposed registered office in Idaho is 877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: To engage in the business of photography, and sales of photography products, maps and other related products and services

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State  
Division of Corporations  
Statehouse, Room 203  
Boise, Idaho 83720

Secretary of State use only

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CK # 45783 CUST# 1  
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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Sam R. Walton</u>	<u>Pres./Sec./Director</u>	<u>125 W. Central, #218, Bentonville, AR 72712</u>
<u>Richard D. Chapman</u>	<u>Vice President/ Assistant Sec.</u>	<u>125 W. Central, #218, Bentonville, AR 72712</u>
_____	_____	_____
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10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: September 27, 1993

RARE EARTH IMAGES, INC.

(Corporation name)

By

and

Richard D. Chapman  
its President/Vice President (please specify)

Sam R. Walton  
its Secretary/Assistant Secretary (please specify)

STATE OF ARKANSAS

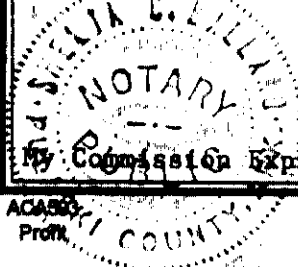
COUNTY OF PULASKI

) ss: and

Sam R. Walton, Secretary

I, Shelia C. Ballard, a notary public, do hereby certify that on this 27th day of September, 19 93, personally appeared before me Richard D. Chapman, who being by me first duly sworn, declared that (s)he is the V. Pres. and Asst. Sec. of Rare Earth Images, Inc.

that (s)he signed the foregoing documents as V. Pres. and Asst. Sec. of the corporation and that the statements therein contained are true.



Shelia C. Ballard

Notary Public



W. J. "Bill" McCuen  
SECRETARY OF STATE

**State of Arkansas  
SECRETARY OF STATE**

State Capitol  
Little Rock, Arkansas 72201-1094

REC'D  
SEC. OF STATE

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**CERTIFICATE OF GOOD STANDING  
OF A  
DOMESTIC CORPORATION**

I, Bill McCuen, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

RARE EARTH IMAGES, INC.

a corporation chartered under the laws of the State of ARKANSAS,  
filed Articles of Incorporation JULY 30, 1993

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the  
22ND day of FEBRUARY, 19 94

W. J. "Bill" McCuen, Secretary of State

by:

NICHOLE P. DAVIS

Corporations Division