

ARTICLES OF INCORPORATION
OF
BENT ASPEN PRODUCTIONS, INC.

FILED EFFECTIVE

2003 OCT 24 AM 8:35

STATE OF IDAHO

To the Secretary of State of the State of Idaho: The undersigned, acting as Incorporator in order to form a corporation under the provisions of the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code, adopts and submits the following Articles of Incorporation.

I. NAME.

The name of this Corporation is BENT ASPEN PRODUCTIONS, INC.

II. PERIOD OF DURATION.

The duration of this Corporation is to be perpetual.

III. PURPOSES AND POWERS.

A. Purposes. This Corporation is organized for the purpose of transacting and engaging in any and all lawful business activities for which corporations may be incorporated under the laws of the State of Idaho.

B. Powers. This Corporation shall have all the powers specified in the Idaho Business Corporation Act.

IV. STOCK CLAUSES.

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 common shares, no par value. The Corporation shall not have the authority to issue shares in series.

V. REGISTERED OFFICE AND REGISTERED AGENT.

The street address of the registered office of this Corporation is 131 Fourth Street West, Ketchum, Idaho 83340. The name of the initial registered agent of this Corporation at that address is JERRY HADAM.

IDaho SECRETARY OF STATE
10/24/2003 05:00
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VI. MAILING ADDRESS.

The mailing address of this Corporation is P.O. Box 6257, Ketchum, Idaho 83340.

VII. DIRECTORS.

The number of Directors shall be as specified in the Bylaws of this Corporation and such number may from time to time be increased or decreased in such manner as described in the Bylaws. The initial Board of Directors shall consist of two (2) members. The name and address of the persons who are to serve as Directors until successors are elected and qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JERRY HADAM	P.O. Box 2749, Ketchum, Idaho 83340; 131 Fourth Street, Ketchum, Idaho 83340.
TOBIN JUTTE	P.O. Box 2848, Ketchum, Idaho 83340; 131 Fourth Street, Ketchum, Idaho 83340.

VIII. INCORPORATORS.

The name and address of the Incorporators of this Corporation are JERRY HADAM, P.O. Box 6257, Ketchum, Idaho 83340; 131 Fourth Street West, Idaho 83340 and TOBIN JUTTE, P.O. Box 2848, Ketchum, Idaho 83340; 131 Fourth Street, Ketchum, Idaho 83340.

IX. PROVISIONS FOR REGULATION OF CORPORATION'S INTERNAL AFFAIRS.

A. Meetings of Shareholders and Directors. Meetings of the Shareholders and Directors of this Corporation may be held either within or outside the State of Idaho at such place or places as may from time to time be designated in the Bylaws or by resolution of the Board of Directors.

B. Bylaws. The initial Bylaws of this Corporation shall be adopted by its Board of Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the Directors, as set forth in the Bylaws. The Bylaws may contain any provisions for the regulation and management of this Corporation which are consistent with the Idaho Business Corporation Act and these Articles of Incorporation.

C. Compensation of Directors. The Board of Directors shall not receive compensation for their services as Directors. A Director may serve the Corporation in any other capacity and may receive compensation for such services rendered in any form other than Director.

D. Contracts in which Directors Have an Interest. The Bylaws of the Corporation shall

provide for the handling of contracts or transactions in which Directors may have a financial interest, whether direct or indirect.

E. Indemnification of Directors and Officers. The Bylaws of the Corporation shall provide for the circumstances in which Directors and Officers of the Corporation may be entitled to indemnification.

X. AMENDMENT OF ARTICLES OF INCORPORATION.

These Articles of Incorporation may be amended in any respect conformable to the laws of the State of Idaho by an affirmative vote of more than seventy-five percent (75%) of the Shareholders entitled to vote in a meeting of Shareholders called for such purpose as prescribed by law.

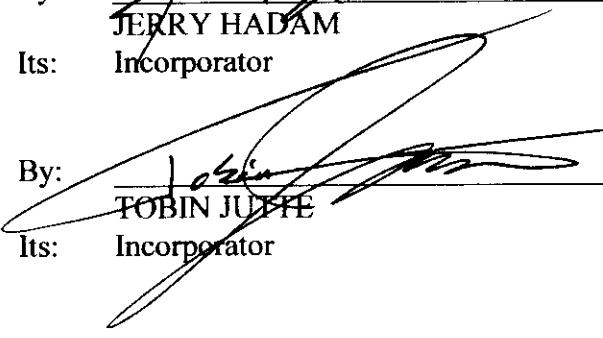
IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation, in duplicate, and certifies to the truth of the facts herein stated, this 23rd day of October, 2003.

By:


JERRY HADAM

Its: Incorporator

By:


TOBIN JUSTICE

Its: Incorporator