

## Department of State

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

**MERLIN'S T.V. SERVICE, INC.**

was filed in the office of the Secretary of State on the **fifth** day of **May** A.D., One Thousand Nine Hundred **seventy-two** and duly recorded on ~~film~~ <sup>microfilm</sup> of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 80-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for ~~perpetual~~ <sup>existence</sup> from the date hereof, with its registered office in this State located at **Idaho Falls, Idaho** in the County of **Bonneville**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **5th** day of **May**, A.D., 19 **72**.

Pete T. Cenarrusa  
Secretary of State.

\_\_\_\_\_  
Corporation Clerk.

ARTICLES OF INCORPORATION

OF

MERLIN'S T. V. SERVICE, INC.

KNOW ALL MEN BY THESE PRESENT:

That we, the undersigned, all of whom are of legal age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of the corporation shall be MERLIN'S T. V. SERVICE, INC.

II.

That the purposes for which this corporation is formed are:

1. To buy, sell, trade, deal in and with, and to provide service of every kind and nature for, televisions, radios, phonographs, stereos, hi-fi's, tape decks, tape recorders and players of every nature whatsoever, and any and all other electronic devices of every nature whatsoever, including, but not being limited to, transmitting units, and to provide a general retail, wholesale and service center therefor.
2. To engage in any and all other business pursuits of any nature, whether retail or wholesale and as a dealer, distributor, jobber, wholesaler, retailer, or other distributor of goods, wares and merchandise of every kind and description.
3. To purchase, own, improve, equip, operate and manage farms and ranches and to engage in agricultural pursuits or undertakings of any and all types.
4. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any

interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof or interest therein.

5. To purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and with goods, wares, merchandise, real property and personal property of every class and description.

6. To loan money on any stock, bond, debenture, participation, certificate, contract or other writing, or personal property, or upon the security of real estate, and to collect said loans, together with interest thereon.

7. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security, contract, overdraft, claim, judgment, chose in action, real estate, fixture, furniture, or any other asset not herein enumerated.

8. To sue and be sued, appear and complain and defend in any court of law and equity, or before any board, commission or tribunal.

9. To make secured loans in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold any evidence of debt in connection with such loan, and to issue evidences of interest in any person, partnership, firm, or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

10. To engage in business in any state of the United States of America or territory thereof, and in any foreign country and to qualify as a foreign corporation in any such state, territory or foreign country.

11. To purchase, buy, invest in, own or acquire and exploit any

patent, trademark, tradename or copyright.

12. To do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the aforementioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

III.

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV.

The principal place of business, registered office and the location and post office address of the registered office of said corporation shall be:  
190 Lomax, Idaho Falls, Idaho, 83401.

V.

The total authorized capital stock of said corporation shall be Five Thousand Dollars (\$5,000.00), divided into Five Thousand Shares of a par value of \$1.00 each, and all of such capital stock shall be common stock.

VI.

The capital stock of this corporation shall be non-assessable and the private property of the shareholders of this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

VII.

The number of directors of said corporation shall be not less than

three nor more than seven, as hereafter fixed and determined by the By-Laws of the corporation, with said directors to be elected annually.

VIII.

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purpose.

IX.

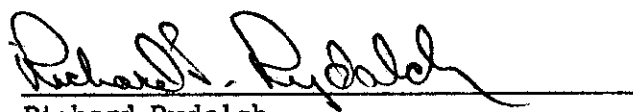
The following are the names and post office addresses of the incorporators, together with the number of shares subscribed to by each:

<u>NAME</u>	<u>P. O. ADDRESS</u>	<u>SHARES</u>
Merlin Davenport	3808 East 17th Street Idaho Falls, Idaho 83401	1
Helen Davenport	3808 East 17th Street Idaho Falls, Idaho 83401	1
Richard Rydalch	560 Highland Drive Idaho Falls, Idaho 83401	1

IN WITNESS WHEREOF, we have hereunto set our hands this 29  
day of April, 1972.

  
Merlin Davenport

  
Helen Davenport

  
Richard Rydalch

STATE OF IDAHO,                    )  
  ) ss.  
County of Bonneville.        )

On this 29 day of April, 1972, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared MERLIN DAVENPORT, HELEN DAVENPORT and RICHARD RYDALCH, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for State of Idaho

Residing at: Idaho Falls, Idaho

My Commission Expires: 2/26/74

(Seal)

LAW OFFICES OF  
PETERSEN, MOSS, OLSEN & BEARD  
408 E STREET  
IDAHO FALLS, IDAHO 83401