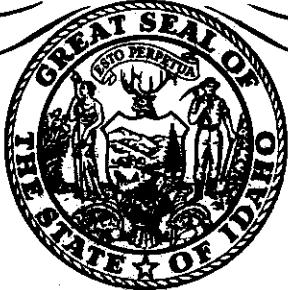


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

1310, Inc.

was filed in the office of the Secretary of State on the **Twenty-fourth** day
~~will be~~ **January** **sixty-six** and
A.D. One Thousand Nine Hundred **and**
duly recorded on Film No. **microfilm** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, 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 existence** from the date hereof, with its registered office in this State located at **Hailey**, in the County of **Blaine**.

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 **24th** day of **January**, **66** A.D., 19.

Secretary of State.

ARTICLES OF INCORPORATION

OF

1310 INC.
(An Idaho Corporation)

* * * * *

The undersigned natural persons over the age of twenty-one years and being citizens of the United States of America, acting as incorporators of a corporation(hereinafter referred to as the "Corporation") under the provisions of the Idaho Business Corporation Act (Hereinafter referred to as the "Act"), adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is 1310, Inc.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

The Nature of the business of the Corporation and the objects or purposes proposed to be transacted, promoted or carried on by it, are to do any or all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz.:

To engage in the business of broadcasting by means of radio, radio telegraph, wire, telephone, facsimile, television, electricity, electrically energizing other waves, electromagnetic waves, variations or impulses, or by any other means whether now in being or hereafter discovered or invented.

To own and operate, and to buy, sell, lease, rent build, erect, construct, control and maintain stations, locations, agencies, exchanges and facilities, and one

or more chains thereof, to broadcast, transmit, relay, transcribe, produce, reproduce, presnet, exhibit, exploit, perform, preserve, record, communicate, disseminate and receive signals, sounds, writing, voice, intelligence, information, pictures, images, facsimiles, energy and programs or other materials of entertainment, amusement, education, news, current interest features, dramas, books, motion pictures, music lectures, advertising and informative matters, or any of them or combinations of any of them, and other publications, programs and materials of every kind; upon its own behalf or upon behalf of others, for public or private purposes.

To manufacture, construct, acquire, purchase, design, install, lay out, develop, improve, produce, adapt, sell, lease, dispose of, own, use, operate, distribute, license, repair, maintain, and otherwise deal in and with transmitting, broadcasting or receiving apparatus, contrivances, equipment, sets, accessories, materials, articles, dēvises, parts, processes, instruments or things and studios, laboratories, power plants, and machinery, equipment and facilities for the maintenance and operation of the same, and any and all things used or capable of being used in connection with the foregoing.

To employ, engage, train, present, manage or otherwise utilize musicians, singers, actors, dancers, specialty performers, speakers, commentators, editors, reporters, photographers, experts, mechanics, technicians and entertainers, performers, and artists of every kind and description, and groups or organizations of any of the foregoing, and such other agents and employees as may be necessary, useful or advantageous in the conduct of every type of business herein referred to:

To conduct a general advertising or advertising agency business; to solicit, prepare, edit and carry out advertising campaigns and programs for individuals, co-partnerships, unincorporated associations and corporations; to prepare advertising copy and to carry on all other business incidental to radio, facsimile or television advertising and all associated or similar advertising media or' means; to sell or buy advertising time for radio, facsimile and television stations throughout the United States and other parts of the world; to act as selling agents for such stations and to act as production agents for either advertisers or radio, facsmile and television stations in the development of advertising business.

To hire, appoint, contract with or otherwise engage literary agents, theatrical booking agents, or any other agents or representatives requisite to develope and extend the business of the Corporation or any part thereof and to act as a litary agent or theatrical booking agent for others with all the powers usually associated with such agencies, and to do any and all other things which can be advantegiously carried on in conjunction with the incidental to, any of the matters aforesaid.

To conduct the business of printers and publishers, including a general advertising business, both as principals and agents; also the business of lithographers, engravers, manufactures of and dealers in books, book-selling, publishing, paper manufacturing and the materials used in the manufacture of paper and the preparation and circulation of books, periodicals and publications of every kind and nature.

To acquire, by purchase, development, or otherwise, and to develop and promote publications, including magazines, periodicals and books of every kind.

To construct, equip, improve and develop printing and publishing plants of every kind necessary or convenience in such business, and to hold, operate, maintain and develop the same.

And generally to acquire, hold, manage and dispose of property of every kind pertaining to every type of business herein referred to, to make any and all contracts or arrangements and to provide all facilities necessary, useful or advantageous in such business, and to do everything necessary and proper in the conduct of such business, either directly or through the employment of agents, either individual or corporate.

To manufacture, purchase, or otherwise acquire, hold, own, manage, sell, pledge, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber and dispose of and generally deal and trade in and with goods, wares, merchandise and property of any and every class, nature and description.

To acquire the good will, rights and property of any person, firm, association, or corporation and to pay for the same in cash stock of the corporation, bonds, or otherwise, and to hold, or in any manner dispose of the whole or any part of the property so purchased; or to conduct, in any manner, the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To Buy sell, deal in, lease, hold or improve real ✓
estate and fixtures and personal property incidental thereto,
or connected therewith, and with that end in view, to acquire,
by purchase, lease, hire, or otherwise, lands, tenements
or hereditaments, or any interest therein, and to improve
the property of the corporation; and to sell, lease, mort-
gage, pledge or otherwise dispose of the lands, tenements
and hereditaments, or other property of the company.

To adopt, apply for, obtain, register, produce, take,
purchase, exchange, lease, hire, acquire, secure, own, hold,
use, operate, contract, or negotiate for, take licenses or
other rights in respect of, sell, transfer, grant licenses
and rights in respect of, manufacture under, introduce, sell,
assign, collect the royalties on, mortgage, pledge, create
liens upon, or otherwise dispose of, deal in, and turn to,
account, letters patent, patents, patent rights, patents
applied for or to be applied for, trade-marks, trade-names
and symbols, distinction marks and indications of origin or
ownership, copyrights and applications therefor, syndicate
rights, inventions, discoveries, devises, machines, improve-
ments, licenses, processes, data, and formulas of any and all
kinds granted by, or recognized under or pursuant to laws of
the United States of America, or of any other country or
Countries whatsoever, and with a view to the working and
development of the sums to carry on any business, whether
manufacturing or otherwise, which the corporation may think
calculated, directly or indirectly, to effectuate these
objects.

To underwrite, subscribe for, invest in, purchase,
acquire, hold, pledge, exchange, deal in and dispose of,

alone or in conjunction with others, stocks, bonds and other evidence of indebtedness of any corporation, association, partnership, entity, person or authority, governmental, public or private, domestic or foreign, and issue in exchange therefor its stock, bonds, or other obligations, to possess and exercise in respect thereof, all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting powers thereon.

To borrow money for its corporate purposes; to make, accept, endorse, execute, issue and deliver bonds, debentures, notes, bills of exchange or other obligations; to grant collateral or other security, and to mortgage, pledge and hypothecate any bonds, stocks, other evidences of indebtedness, or any other property held by it, and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to the extent permitted under the General Corporation law of the State of Idaho; and to lend money or extend credit with or without collateral security.

To purchase, hold, sell, pledge, transfer or otherwise dispose of shares of its capital stock.

To make, purchase, or otherwise acquire, deal in and to carry out, any contracts for, or in relation to, any of the business, foreign or domestic, that may be necessary and lawful under the Acts pursuant to which this corporation is organized.

To make any guaranty respecting dividends, stock, bonds, evidences of indebtedness, contracts or other obligations, so far as the same may be permitted by law.

To carry on any business or operation deemed advantageous which is incidental or accessory to any of the powers or pur-

poses herein specified; to acquire, use, undertake, manage and dispose of contracts, properties and rights of all kinds, including the assets, franchises, business, good will and liabilities of corporations, associations, firms and individuals, and to give guaranties in respect thereto; and generally, to do anything that a natural person might lawfully do or cause to be done in connection with any of the said things.✓

To have one or more offices, conduct and carry on all or any of its operations and business, and promote its objects in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries subject to the laws of such state, district, territory, colony or country.

In general, to carry on any other business in connection with the foregoing, whether broadcasting, publishing, manufacturing or otherwise, and to have and to exercise all the powers conferred by the laws upon corporations formed under the Act hereinbefore referred to.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the✓ foregoing enumeration of specific objects, purposes and powers shall not be deemed to limit or restrict by inference or otherwise the powers of the Corporation.

ARTICLE IV

REGISTERED OFFICE--LOCATION

The address of the registered office of the Corporation is Hailey, Idaho.

ARTICLE V

AUTHORIZED SHARES--STOCK NON-ASSESSABLE--VOTING POWER--DIVIDENDS

Section 1. Authorized Shares. The total authorized capital stock of the corporation shall be divided into two thousand five hundred (2500) shares, all of which shall be common stock of the

par value of TEN DOLLARS (\$10.00) each, and of the aggregated par value of TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00).

Section 2. Stock Non-Assessable. The private property of the stockholders of this corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.

Section 3. Voting Power. The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of said common stock, who shall be entitled to one vote for each share of common stock held by them of record.

Section 4. Dividends. The holders of the capital stock shall be entitled to receive, when and as declared by the Board of Directors, out of the unreserved earned surplus of the Corporation, as defined in the Act, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

ARTICLE VI

PROVISIONS FOR REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION

Section 1. Meetings of shareholders. Meetings of the shareholders of the Corporation may be held at such place, either within or without the State of Idaho, as may be provided in the Code of By-Laws. In the absence of any such provision all meetings shall be held at the registered office of the Corporation.

Section 2. Meetings of Directors. Meetings of the Board of Directors of the Corporation, regular or special, may be held either within or without the State of Idaho.

Section 3. Code of By-Laws. The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors. The power to alter, amend, or repeal the Code of By-Laws, or to adopt a new Code of By-Laws, shall be vested in the Board of Directors. The Code of By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent

with the act, or these Articles of Incorporation.

ARTICLE VII

DIRECTORS

Section 1. Initial Board of Directors. The initial Board of Directors shall consist of three members, who need not be residents of the State of Idaho or shareholders of the Corporation.

Section 2. Names. The incorporators named below as incorporators shall act as the first Board of Directors and shall serve until the first meeting of shareholders, or until their successors shall have been elected and qualified.

Section 3. Increase and Decrease of Directors. The number of directors is to be not less than three ~~nor more~~ than five which number may be increased or decreased from time to time by amendment of the By-Laws; but no decrease shall have the effect of shortening the term of any incumbent director. In the absence of a By-Law fixing the number of directors the number shall be three.

ARTICLE VIII

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares of common stock subscribed for by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SUBSCRIPTION</u>
V. K. JEPPESEN	Hailey, Idaho	2
JANICE BUCKANAGA	Hailey, Idaho	1
LOWELL K. BECK	Ketchum, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands this 8th
day of December, 1965.

V. K. JEPPESEN

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JANICE BUCKANAGA

LOWELL K. BECK

STATE OF IDAHO,
County of Blaine.

On this 8th day of December, 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared V. K. JEPPESEN, JANICE BUCKANAGA, and LOWELL K. BECK, all known to me to be the persons whose names are subscribed to the within 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 Idaho
Residing at Hailey, Idaho