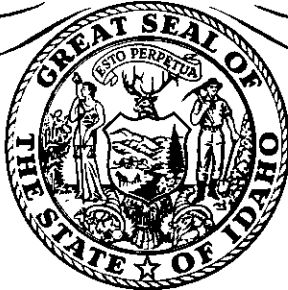


# State of Idaho



## 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

#### **BURLEY NEWSPAPERS, INC.**

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **September,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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

**Burley**

in the County of

**Cassia**

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 **27th** day of **September**, A.D., 19**61**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 BURLEY NEWSPAPERS, INC.

4 - - -

5 KNOW ALL MEN BY THESE PRESENTS:

6 That we, the undersigned, DEAN S. LESHER, KATHRYN C. LESHER  
7 and DEAN STANLEY LESHER II, have this day voluntarily associated  
8 ourselves together for the purpose of forming a corporation under  
9 the laws of the State of Idaho.

10 AND WE DO HEREBY CERTIFY:

11 ARTICLE I.

12 NAME

13 That the name of this corporation is:

14 BURLEY NEWSPAPERS, INC.

15 ARTICLE II.

16 POWERS, OBJECTS AND PURPOSES

17 That the specific business in which this corporation proposes  
18 primarily and initially to engage is:

19 The publication of a daily newspaper and a weekly or semi-  
20 weekly shopper.

21 The general purposes and powers of this corporation shall  
22 include the following:

23 A. To purchase, own, sell, lease, operate, manage and other-  
24 wise print and publish newspapers of all kinds and descriptions,  
25 newspaper and printing plants, shopping news and advertising media  
26 of all kinds, commercial printing plants, stationery and office  
27 supply businesses; and generally to engage in any business kindred  
28 to or allied with the newspaper, printing, advertising or sales  
29 promotion business.

30 B. To purchase, own, sell, lease, operate, manage and other-  
31 wise supervise and handle radio and broadcasting plants, tran-  
32 scribing and record-making businesses, and to engage in any and  
all operations generally designed and described under the head of  
broadcasting and transmitting, including both orally and orally  
with pictures.

33 C. To take, purchase, and otherwise acquire, own, hold, use,  
sell, assign, transfer, exchange, lease and otherwise dispose of,  
and to invest, trade, deal in and deal with goods, wares and  
merchandise and supplies, and all other personal property of every  
class and description.

34 D. To purchase, acquire, own, hold, use, lease (either as  
lessor or lessee), grant, sell, exchange, mortgage, convey in  
trust, manage, improve, construct, operate and generally deal in

1 any and all real estate, improved or unimproved, stores, office  
2 buildings, dwelling houses, apartment houses, hotels, motels, and  
3 other buildings, and any and all property of every kind and  
description, real, personal and mixed, wheresoever situated,  
either in Idaho or elsewhere within the United States.

4 E. To acquire, by purchase or otherwise, the good will,  
5 business, property rights and assets of every kind, with or with-  
6 out undertaking, either wholly or in part, the liabilities of any  
7 person, firm, association or corporation; and to acquire any busi-  
8 ness or property as a going concern or otherwise; to hold, main-  
tain and operate, or dispose of, the whole or any part of the  
good will, business, rights and property so acquired, and to  
conduct in any lawful manner the whole or any part of any busi-  
ness so acquired.

9 F. To enter into, make, perform and carry out contracts of  
10 every kind for any lawful purpose without limit as to amount,  
11 with any person, firm, association or corporation, municipality,  
12 county, or governmental subdivision or agency.

13 G. To borrow and lend money; but nothing herein contained  
14 shall be construed as authorizing the business of banking, or as  
15 including the business purposes of a commercial bank, savings  
16 bank, or trust company, or savings and loan corporation.

17 H. To issue bonds, notes, debentures or other obligations  
18 of this corporation from time to time for any of the objects or  
19 purposes of this corporation, and to secure the same by mortgage,  
20 deed of trust, pledge or otherwise, or to issue the same unsecured;  
21 to purchase or otherwise acquire its own bonds, debentures or  
22 other evidence of its indebtedness or obligations; to purchase,  
23 hold, sell or transfer the shares of its own capital stock, to  
24 the extent and in the manner provided by the laws of the State  
25 of Idaho as the same are now in force or may be hereafter amended.

26 I. To purchase or cause to be subscribed for, and to take,  
27 purchase and otherwise acquire, own, hold, use and enjoy, and to  
28 sell, lease, transfer, exchange, distribute and otherwise dispose  
29 of the whole or any part of the shares of the capital stock,  
30 bonds, coupons, mortgages, deeds of trust, debentures, securities,  
31 obligations, evidences of indebtedness, notes, good will, rights,  
32 assets and property of any and every kind, or any part thereof,  
of any other corporation or corporations, association or associ-  
ations, firm or firms, or person or persons, together with shares,  
rights, units or interest in, or in respect of, any trust estate  
now or hereafter existing, and whether created by the laws of the  
State of Idaho or of any other state, territory or country.

33 J. To carry on any business whatsoever, either as principal  
34 or as agent or both or as a partnership, which this corporation  
35 may deem proper or convenient in connection with any of the fore-  
36 going purposes or otherwise, or which may be calculated either  
37 directly or indirectly to promote the interests of this corporation  
38 or to enhance the value of its property or business to the extent  
39 and in the manner provided by the laws of the State of Idaho as  
40 the same are now in force and may hereafter be amended.

41 K. To have and to exercise all of the powers conferred by  
42 the laws of the State of Idaho upon corporations formed under the  
43 laws pursuant to and under which this corporation is formed, as  
44 such laws are now in effect or may at any time hereafter be amended.

1 The foregoing statement of purposes shall be construed as a  
2 statement of both purposes and powers, and the purposes and powers  
3 stated in each clause shall, except where otherwise expressed, be  
4 in nowise limited or restricted by reference to or inference from  
5 the terms or conditions of any other clause, but shall be regarded  
6 as independent purposes and powers.

7 ARTICLE III.

8 TIME OF EXISTENCE

9 The time of existence of this corporation shall be perpetual.

10 ARTICLE IV.

11 PLACE OF BUSINESS

12 The principal office for the transaction of business of this  
13 corporation is located at 129 East Main Street in the City of  
14 Burley, County of Cassia, State of Idaho.

15 ARTICLE V.

16 CAPITAL STOCK

17 The total number of authorized shares of stock of this  
18 corporation shall be two thousand five hundred (2,500) all of  
19 which shall be common shares having a par value of One Hundred  
20 Dollars (\$100.00) per share and which shall be hereafter known  
21 as common stock.

22 All of the common stock of this corporation may be issued  
23 from time to time for such consideration in labor, services,  
24 money or profits of any kind as may be fixed by the Board of  
25 Directors. Each share of the common stock of the corporation  
26 when issued shall be fully paid and forever nonassessable.

27 ARTICLE VI.

28 CAPITAL

29 The amount of paid-in capital with which this corporation  
30 shall commence business shall be One Hundred Thousand Dollars  
31 (\$100,000.00).

32 ARTICLE VII.

DIRECTORS

The number of directors of the corporation shall be not less  
than three (3) nor more than seven (7) and said number may be  
altered from time to time by amendment of the By-Laws in the man-  
ner provided therein. The number, qualification, term of office,  
manner of election, time and place of meeting and the powers and  
duties of directors shall be such as are prescribed by the By-  
Laws of this corporation. The names and post office addresses  
of the first directors who shall hold office and manage the  
affairs of the corporation until the fourth Tuesday in September,  
1962, or until their successors shall have been chose, are as  
follows:

DEAN S. LESHER

925 East 21st Street, Merced, California.

1 KATHRYN C. LESHER 925 East 21st Street, Merced,  
2 DEAN STANLEY LESHER II 2038 Occidental Avenue, Burley,  
3 Idaho.

4 No contract or other transaction between the corporation and  
5 any other corporation, and no act of the corporation, shall in  
6 any way be affected or invalidated by the fact that any of the  
7 directors or officers of the corporation are pecuniarily or other-  
8 wise interested in or are directors or officers of such other  
9 corporation. Any director individually, or any firm of which any  
10 director may be a member may be a party to or may be pecuniarily  
11 or otherwise interested in any contract or transaction of the  
12 corporation, provided that the fact that he or such firm is so  
13 interested shall be disclosed or shall have been known to the  
14 Board of Directors, or such members thereof as shall be present  
15 at any meeting of the Board of Directors at which action upon  
16 any such contract or transaction shall be taken; and any director  
17 of the corporation who is also a director or officer of such other  
18 corporation, or who is so interested, may be counted in deter-  
19 mining the existence of a quorum at any meeting of the Board of  
20 Directors of the corporation which shall authorize such contract  
21 or transaction, and may vote thereat to authorize such contract  
22 or transaction with like force and effect as if he were not such  
23 director or officer of such other corporation, and not so  
24 interested.

25 Any contract, transaction, or act of the corporation or of  
26 the directors of any committee which shall be ratified by a major-  
27 ity of a quorum of the stockholders of the corporation at any  
28 annual meeting, or any special meeting called for such purpose,  
29 shall, insofar as permitted by law, be as valid and as binding  
30 as though ratified by every stockholder of the corporation.

31 The corporation agrees, to the full extent permitted by the  
32 laws of the State of Idaho, to indemnify and save harmless any  
and all officers, executive, or directors of the corporation  
against any and all liabilities, judgments, sums of money, and  
expenses, including therein any and all amount or amounts paid  
in settlement, reasonably incurred by them, in connection with  
any action in law, equity, or otherwise, to which they, or any  
of them, may be a party or may be threatened by reason of being,  
or having been, an officer, executive, or director of the corp-  
oration, unless such officer, executive, or director shall be  
adjudged to have been derelict and negligent, or not to have used  
the diligence and care which any ordinary prudent man would exer-  
cise under similar circumstances in the performance of his duty  
or duties as an officer, executive, or director.

33 ARTICLE VIII.

34 INCORPORATORS

35 The names and respective post office addresses of each of  
36 the incorporators, and the number of shares subscribed by each,  
37 and the class of shares, are as follows:

	<u>Common Stock</u>
38 DEAN S. LESHER	
39 925 East 21st Street	450 shares
40 Merced, California	

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KATHRYN C. LESHER  
925 East 21st Street  
Merced, California  
450 shares

DEAN STANLEY LESHER II  
2038 Occidental Avenue  
Burley, Idaho  
100 shares

ARTICLE IX.

STOCKHOLDERS' MEETINGS

The annual meeting of the stockholders of this corporation shall be held on the fourth Tuesday in September of each year; provided, however, that in the event the said date shall fall on a legal holiday, such meeting shall be held on the next succeeding business day.

ARTICLE X.

BY-LAWS

The authority to make by-laws for this corporation is hereby expressly vested in the Board of Directors of this corporation, subject to the power of the stockholders to change or repeal such by-laws.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands this 25<sup>th</sup> day of September, 1961.

Dean S. Leshur

Kathryn C. Leshur

Dean Stanley Leshur II

1 STATE OF CALIFORNIA )  
2 COUNTY OF MERCED ) ss.

3  
4 On this 25<sup>th</sup> day of September, 1961, before me, the under-  
5 signed, a Notary Public in and for the State of California, County  
6 of Merced, personally appeared DEAN S. LESHER and KATHRYN C.  
7 LESHER, known to me to be two of the persons described in and  
8 who executed the within and foregoing instrument, and acknowledged  
9 to me that they executed the same.

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

13 Julia Chivante  
14 Notary Public in and for said  
County and State.

15 My Commission Expires August 5, 1963.  
16

17 STATE OF IDAHO )  
18 COUNTY OF CASSIA ) ss.

19 On this 26<sup>th</sup> day of September, 1961, before me, the under-  
20 signed, a Notary Public in and for the State of Idaho, County of  
21 Cassia, personally appeared DEAN STANLEY LESHER II, known to me to  
22 be one of the persons described in and who executed the within  
23 and foregoing instrument, and acknowledged to me that he executed  
24 the same.

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

28 J. J. Parsons  
29 Notary Public in and for said  
County and State.

30 My Commission Expires My Commission Expires July 10, 1962.  
31  
32