



CERTIFICATE OF INCORPORATION
OF

STEVE WELSH PHOTOGRAPHY, INC.

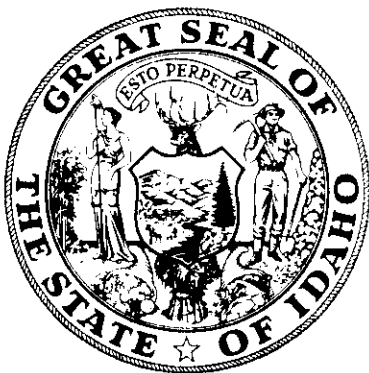
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

STEVE WELSH PHOTOGRAPHY, INC.

duly signed 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
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 10, 1984.



SECRETARY OF STATE

by:

STEVE WELSH PHOTOGRAPHY, INC.

ARTICLES OF INCORPORATION

'94 SEP 10 PM 3 18

KNOW ALL MEN BY THESE PRESENTS, that We, Steven C. Welsh and H.E. Carter who are residents of Ada County, Idaho, and citizens of the United States, do hereby for the purpose of forming a corporation under the general incorporation laws of the State of Idaho, and do make, execute and adopt in triplicate the following Articles of Incorporation, to-wit:

ARTICLE I

The name of this corporation shall be Steve Welsh Photography, Inc.

ARTICLE II

The principal place of business and the registered office of the corporation shall be 518 S. Americana Blvd., Boise, Idaho 83702. The name of the registered agent at this address is Steven C. Welsh.

ARTICLE III

The objects and purposes for which this corporation is organized is to engage in every type of lawful business, industry, commercial activity and to do generally any and all things which the company may deem necessary, proper and convenient in its said business for the improvement and use of the corporation property and in carrying out and accomplishing all lawful purposes and to have all the general powers granted to corporations by virtue of the laws of the State of Idaho and of any other state in which the corporation may do business.

ARTICLE IV

The total authorized capital stock of the corporation shall be 500 shares of common stock of the par value of \$100.00 per share.

The paid-in capital of the corporation and the amount with which it shall begin business shall be the sum of Five Thousand Dollars.

ARTICLE V

The term of existence of this corporation shall be in perpetuity.

ARTICLE VI

The number of directors of this corporation at the commencement of business shall be two, but the Board of Directors may at any time, by amendment of the By-Laws, be increased to any number not exceeding five or decreased to any number not less than one. The term of office of the first Board of Directors shall expire September 1, 1985.

The name and post office address of each of the initial directors named by the corporation to serve until the first election of directors are as follows:

| <u>Name of Director</u> | <u>Post Office Address</u> |
|-------------------------|---|
| Steven C. Welsh | 518 S. Americana Blvd, Boise, Idaho 83702 |
| H. E. Carter | 3510 Hill Road, Boise, Idaho 83703 |

ARTICLE VII

The respective incorporators herein named have subscribed for capital stock of this corporation as follows:

| | |
|-----------------|----------------|
| Steven C. Welsh | 49 shares |
| H. E. Carter | <u>1</u> share |
| | 50 |

IN WITNESS WHEREOF, said incorporators, the undersigned, have hereunto set their hand in triplicate this 10 day of SEPTEMBER, 1984.

Steven C. Welsh
H. E. Carter

STATE OF IDAHO)
) ss.
County of Ada)

On this 10 day of September, 1984, before me, a notary public in and for said county and state, personally appeared Steven C. Welsh, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Dale Daffy
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 10 day of September, 1984, before me, a notary public in and for said county and state, personally appeared H. E. Carter, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Dale Daffy
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho