

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

SOUTHERN IDAHO MICROWAVE, INC.

was filed in the office of the Secretary of State on the **Tenth** day
of **June** A.D. One Thousand Nine Hundred **Sixty-four** and
duly recorded on Film No. **129** 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
Twin Falls in the County of **Twin Falls.**

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 **10th** day of **June**,
A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
SOUTHERN IDAHO MICROWAVE, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are of full age and are citizens of the United States and are bona fide residents and citizens of the State of Idaho, 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 said corporation shall be "SOUTHERN IDAHO MICROWAVE, INC."

II.

That the purposes for which said corporation is formed are:

1. To engage in the business of operating for hire a microwave system for the relay and transmission of television signals.
2. To acquire by purchase, lease or otherwise and to construct, maintain, lease and operate microwave relay systems and in general to receive and transmit television signals for all purposes and to carry on said business within and without the State of Idaho, and to engage in such business for hire as a common carrier or otherwise.
3. To engage in the transmitting, retransmitting, receiving and collecting by electronic, electrical and other means, television signals or electronic signals of every kind or character and to provide for the facilities required for such purposes; to apply for and to join with others in applying for and securing licenses and other indications of approval and rights from state, federal and local governmental agencies for operation of the business.

4. To purchase, lease, own, sell, mortgage, sublease and otherwise acquire and dispose of lands, buildings, easements and all rights in real property, as well as personal property, which may be requisite for the purposes of, or are capable of being conveniently used in connection with, any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises and assets of every kind, and the liabilities of any person, firm, association or corporation, either in whole or in part, and to pay for the same in cash, stocks or bonds of the corporation or otherwise.

5. To borrow money and otherwise obtain credit for the account of said corporation and to issue debentures or other evidences of indebtedness therefor and to obligate the assets of the corporation as security for such indebtedness; to act as surety and guarantor in any and all types of engagements including the power to execute, endorse and deliver contracts, and to guarantee the prompt and faithful performance and payment of debts, notes, agreements, contracts and undertakings of any other person, firm, partnership or corporation; and including also the power to act as an accomodation, co-maker or guarantor of obligations either as primary or secondary obligor.

6. To guarantee dividends on any shares of the capital stock of any corporation in which this company at the time may have an interest as stockholder, and to endorse or otherwise guarantee the principal and interest of notes, bonds, preferred stock or other evidences of indebtedness created or to be created by any such corporation.

7. To acquire, by purchase, subscription or otherwise, and to hold as investment or otherwise, any bonds or other securities or evidences of indebtedness, or any shares of capital stock created or issued by any other corporation or corporations, association or associations, of the State of Idaho, or of any other state, district, territory or country.

8. To apply for, obtain, register, purchase, lease, or otherwise to acquire, and to hold, use, own, operate, and introduce, and to sell, assign, or otherwise to dispose of, any trade marks, trade

names, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States, or elsewhere or otherwise, and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade marks, patents, licenses, processes and the like, or any such property or rights.

9. To exercise, use and employ the authority specified in Section 30-114, Idaho Code 1947, and to have, exercise, use and employ any or all of the same and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth both within and without the State of Idaho and within the United States of America, District of Columbia, the territories and colonies of the United States and in foreign countries; and to have one or more corporate or business offices and places of business, within and without said state, said United States of America, District of Columbia, territories and colonies of the United States and in foreign countries.

The statements contained in the several subdivisions numbered 1 to 9 in this Paragraph shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other subdivision but shall be regarded as independent purposes and powers. The several subdivisions contained in this statement of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this type of corporation by the laws of the State of Idaho, all of which are hereby expressly claimed.

III.

That the principal place of business, registered office and the location and post office address of the registered office of said corporation shall be in Twin Falls, County of Twin Falls, State of Idaho.

IV.

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

V.

That the number of Directors of said corporation shall be three (3).

VI.

That the amount of the capital stock of said corporation shall be One Hundred Thousand Dollars (\$100,000.00) divided into one thousand (1,000) shares, each having a par value of One Hundred Dollars (\$100.00).

VII.

That the name and post office address of each of the incorporators and the number of shares subscribed by each set opposite their respective names are:

<u>NAME AND ADDRESS:</u>	<u>NO. OF SHARES:</u>	<u>AMOUNT:</u>
ROBERT W. STEPHAN P. O. Box 83 Twin Falls, Idaho 83301	1	\$100.00
ESTHER BOPP P. O. Box 83 Twin Falls, Idaho 83301	1	\$100.00
SHERRY DICKERSON P. O. Box 83 Twin Falls, Idaho 83301	1	\$100.00

VIII.

The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the Directors, as well as upon the shareholders, to be exercised by a majority vote of said Directors, or of the issued and outstanding shares of the corporation, as may be provided in the By-Laws.

IX.

All or any meetings of the shareholders or of the Board of Directors may be held within or without the State of Idaho.

IN WITNESS WHEREOF, We have signed quadruplicate originals of these Articles this 9th day of June, 1964.

Robert W. Stephan
Address: P. O. Box 83,
Twin Falls, Idaho 83301.

Esther Bopp
Address: P. O. Box 83,
Twin Falls, Idaho 83301.

Sherry Dickerson
Address: P. O. Box 83,
Twin Falls, Idaho 83301.

STATE OF IDAHO, }
COUNTY OF TWIN FALLS, } SS.

On this 9th day of June, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT W. STEPHAN, ESTHER BOPP and SHERRY DICKERSON, 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 Twin Falls, Idaho.