

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

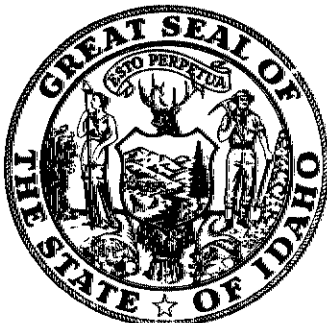
CANYON VIDEO SPECIALISTS, INC.

File number C 107946

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 the above named corporation, 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: October 11, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ma Siko*

RECEIVED
SEC. OF STATE

CERTIFICATE OF INCORPORATION

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of
CANYON VIDEO SPECIALISTS, INC.

WE, THE UNDERSIGNED, desiring to form a corporation for profits, under the general laws of the STATE OF IDAHO, do here make, subscribe, acknowledge and file this certificate for that purpose as follows:

FIRST: The name of the proposed corporation is Canyon Video Specialists, Inc.

SECOND: The principle office of the corporation is to be located in the City of Nampa, Idaho, County of Canyon.

THIRD: Dennis L. La Celle, with offices located at 701 Central Canyon Street, Nampa, Idaho 83651, is the registered agent on whom process may be served.

FOURTH: The purpose for which the corporation is to be formed are:

1. Provide, Sales Service, Installation of all type of Electronics equipment and products for the general public, private and corporate business;
2. To borrow money, contract debts, make contracts, and to exercise any and all powers as a natural person could lawfully make, perform or exercise which may be necessary, convenient for the accomplishment of any of its objects or purposes providing the same be not inconsistent with the laws of the State of Idaho and that enumeration of such powers shall not be deemed inclusive.

FIFTH: The term of existence of this corporation shall be perpetual.

SIXTH: The total authorized capital stock of the corporation is TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) divided in to TWENTY-FIVE THOUSAND SHARES (25,000) of the par value of ONE DOLLAR (\$1.00) each.

SEVENTH: All shares shall be common.

EIGHT: The names and places of residence of each of the incorporated and the number of shares for each are as follows:

DENNIS L. LA CELLE	701 Central Canyon Street	25
	Nampa, Idaho 83651	
LORNA B. LA CELLE	701 Central Canyon Street	25
	Nampa, Idaho 83651	

NINE: The capital stock of this corporation shall be non-assesable and the private property of the shareholders, in this corporation, shall not be subject to the payment of the corporate debts obligations to any extent whatever

IDAHO SECRETARY OF STATE
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TEN: The Board of Directors and their names and addresses are as follows:

DENNIS L. LA CELLE	701 Central Canyon Street
	Nampa, Idaho 83651

LORNA B. LA CELLE

701 Central Canyon Street
NAMPA, IDAHO 83651

ELEVEN: The Board of Directors, of this corporation, shall have the power to repeal, amend or add to the bylaws of this corporation by a two-third vote.

TWELVE: We, the undersigned all being of full age and citizens of the United States and being all the original subscribers to the capital stock here before named, for the forming of a corporation under the laws of the State of Idaho, do make, file and record this certificate, and do hereby certify the facts stated are true and we do accordingly here unto set our respective hand this ~~FIRST~~^{SIXTH} day of October A.D. 1994.

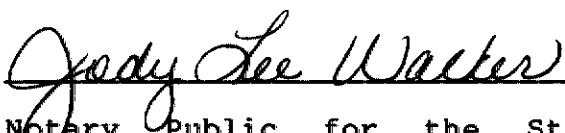

DENNIS L. LA CELLE


LORNA B. LA CELLE

STATE OF IDAHO)
COUNTY OF CANYON)

Personally appeared before me, the undersigned, a Notary Public, in and for the said county, this ~~FIRST~~^{SIXTH} day of October, 1994, Dennis L. La Celle, and Lorna B. La Celle, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they duly severally acknowledge to me that they executed the same for uses and purposes therein mentioned.

WITNESS my hand and seal on the day and year afore said.


Notary Public for the State of
Idaho, County of Canyon, residing at
206 C. Grant, Nampa ID 83687