

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

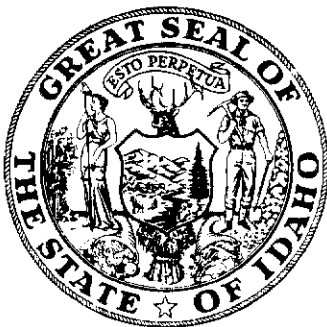
T.N.N., INC.

File number C 119379

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: May 5, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Meryl DeVries

ARTICLES OF INCORPORATION OF
T.N.N., INC.

97 MAY -5
SECRETARY OF STATE
DATE 05/05/1997
0900
CK # 1768
CORP
1498
100.00

The undersigned, acting as the Incorporators of a Corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is T.N.N., Inc.
2. The period of its duration is perpetual.
3. The purposes for which the Corporation is organized are the transaction of any and/or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to providing entertainment services and products.
4. The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1,000), all of one class, without par value and with full preemptive rights under the Idaho Business Corporation Act.
5. The address of the initial registered office of the Corporation is 6780 South Sommer Drive, Idaho Falls, Idaho, 83406, and the name of its initial registered agent at such address is Eldon Tapp.
6. The Directors of the Corporation may, from time to time, distribute to the Stockholders out of capital surplus of

the Corporation a portion of its assets, in cash or property, subject to the following provisions:

(a) No such distribution shall be made at a time when the Corporation is insolvent or when such distribution would render the Corporation insolvent.

(b) No such distribution shall be made unless it is authorized by the affirmative vote of the Stockholders of a majority of the outstanding shares.

(c) Each such distribution, when made, shall be identified as a distribution from capital surplus and the amount per share disclosed to the Stockholder receiving the same concurrently with the distribution thereof.

7. The number of Directors constituting the initial Board of Directors of the Corporation is two (2), with a maximum of six (6) thereafter, and the name and address of the persons who are to serve as Directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Eldon Tapp	6780 South Sommer Drive Idaho Falls, Idaho 83406
Tracy Nii	5145 Redonda Circle Idaho Falls, Idaho 83406

The Directors of the Corporation shall only receive compensation for their services as Directors if designated by a majority vote of the Stockholders.

8. The names and addresses of the Incorporator are:

Name

Address

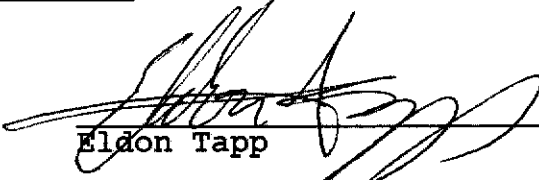
Eldon Tapp

6780 South Sommer Drive
Idaho Falls, Idaho 83406

Tracy Nii

5145 Redonda Circle
Idaho Falls, Idaho 83406

DATED this 29 day of April, 1997.


Eldon Tapp

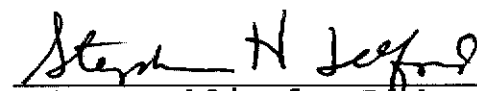

Tracy Nii

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 29th day of April, 1997, before me, the undersigned, a notary public in and for said state, personally appeared Eldon Tapp and Tracy Nii, known to me to be the persons whose names are subscribed to the within and foregoing 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.

(SEAL)


Notary Public for Idaho
Residing at Idaho Falls, ID
My commission expires: 6-16-98