FILE

ARTICLES OF INCORPORATION

OF

NORTHWEST THEATRE EQUIPMENT COMPANY, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE

Name: The name of the corporation is Northwest Theatre Equipment Company, Inc.

ARTICLE TWO

Purposes: The purpose of the corporation is the transaction of any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration: The period of duration of the corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent: The address of the registered office of the corporation in the State of Idaho is 17 S. Idaho, Wendell, Idaho 83355. The name of the corporation's registered agent at that address is John R. Eickhof.

ARTICLE FIVE

Stock: The total authorized number of par value shares of stock is One Hundred Thousand (100,000). The aggregate par value of the total authorized number of par value shares is One Hundred Thousand Dollars ($100,000.00), based upon a par value of One and 00/100 Dollars ($1.00) per share.

ARTICLE SIX

Restriction on Alienation of Stock: The stock of the corporation may be subject to restrictions on the transfer of stock provided any agreement imposing those restrictions is on file with the Secretary of the Corporation.

ARTICLE SEVEN

Board of Directors: The business of this corporation shall be managed and conducted by a Board of Directors of not less than one (1) nor more than three (3) directors. The initial Board shall consist of two (2) directors and may be increased or decreased by and in the manner provided in the Bylaws. Directors shall be elected in the manner set forth in the Bylaws.

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ARTICLE EIGHT

Directors: The names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders and until their successors are elected and qualified are:

John R. Eickhof 17 S. Idaho P.O. Box 258 Wendell, ID 83355	Katherine L. Eickhof 17 S. Idaho P.O. Box 258 Wendell, ID 83355

ARTICLE NINE

Incorporator: The name and mailing address of the incorporator of the corporation is: Katherine L. Eickhof, P.O. Box 258, Wendell, ID 83355.

ARTICLE TEN

Authority to Issue Corporate Obligations: The Board of Directors shall have authority to issue bonds, debentures, or other obligations of the corporation, from time to time, for any of the objects or purposes of the corporation, and to secure them by mortgage, deed of trust, or pledge of any or all of the real and personal property, rights, privileges, and franchises of the corporation wheresoever situated, acquired, and to be acquired, and to sell or otherwise dispose of any or all of such obligations in any manner and on such terms as the Board of Directors may deem proper.

ARTICLE ELEVEN

Quorum and Voting Requirements or Shareholders' Meeting: Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of Fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE TWELVE

Number of Voters Required to Constitute an Act of the Board: Fifty-one percent (51%) of the Directors elected shall constitute a quorum for the transaction of business. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

ARTICLE THIRTEEN

Bylaws - Adoption: In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the Corporation as are not inconsistent with the laws of the State of Idaho or these Articles of Incorporation.

ARTICLE FOURTEEN

Bylaws - Amendment: All Bylaws of the Corporation shall be subject to alteration or repeal, and new Bylaws may be made, by the affirmative vote of the holders of record of Fifty-one percent (51%) of the outstanding stock of the Corporation entitled to vote in respect thereof, given at any annual meeting or at any special meeting, provided notice of the proposed alteration or repeal or of the proposed new Bylaws be included in the notice of such meeting.

ARTICLE FIFTEEN

Sale of Corporation's Assets: The corporation shall not sell, lease, convey, exchange, transfer, or otherwise dispose of all or substantially all of its property and assets, not in the regular course of its business, without authorization by a resolution adopted by a majority of the members of the Board of Directors and by a vote or written consent of Fifty-one percent (51%) of the holders of the outstanding shares.

ARTICLE SIXTEEN

Articles - Amendment: The Articles of Incorporation may be amended by the affirmative vote of the holders of record of Fifty-one percent (51%) of the outstanding stock of the Corporation entitled to vote in respect thereof, given at any annual meeting or any special meeting, provided notice of the proposed amendment be included in the notice of such meeting.

IN WITNESS WHEREOF, these Articles of Incorporation are executed in duplicate on the 17 day of December, 1999.

Katherine L. Eickhof, Incorporator

STATE OF IDAHO)
ss.
County of Gooding)

On this 17 day of December, 1999, before me, the undersigned Notary Public in and for said state, personally appeared Katherine L. Eickhof, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

PAUL R. KROEGER NOTARY PUBLIC STATE OF IDAHO

Paul R Kroeger
Notary Public for Idaho
Residing at Wendell, Idaho
Commission expires 01/04/2005