

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

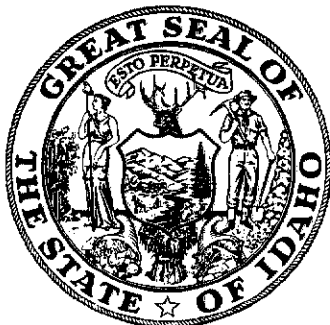
NORTH IDAHO COMMUNICATIONS, INC.

File number C 116303

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: September 3, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herold*

SEP 3 10 42 AM '96
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

NORTH IDAHO COMMUNICATIONS, INC.

The undersigned incorporators, desiring to form a Corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

Name: The name of the Corporation is NORTH IDAHO COMMUNICATIONS, INC.

ARTICLE TWO

Purposes: The purpose of the Corporation is to conduct, carry on, and be engaged in the business of electronic communication systems in all aspects; to own, sell, hold, lease, equip, maintain and operate electronic communication systems including, but not limited to, receiving and transmitting radio equipment, as well as cellular telephone and television transmitting and receiving systems. The Corporation may further engage in any or all lawful business for which Corporations may be organized under the Idaho Business Corporation Act.

IDAHO SECRETARY OF STATE
DATE 09/03/1996 0900 22493

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ARTICLES OF INCORPORATION

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ARTICLE THREE

Duration: The period of duration of this Corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent: The address of the Corporation's initial registered office in the State of Idaho is 618 College Avenue, City of St. Maries, County of Benewah, State of Idaho 83861. The name of the Corporation's initial registered agent at such address is CHARLES A. ZOOK.

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 Million (\$1,000,000.00).

ARTICLE SIX

Transfer of Stock: In case a stockholder desires to sell his or her shares of stock, the stockholder must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his or her stock shall file notice in writing of the stockholder's intention with the secretary of the Corporation, stating the terms of sale, and

unless the stockholder's terms are accepted by any or all other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and the stockholder will be at liberty to sell to anyone else.

ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

<u>NAME</u>	<u>ADDRESS</u>
1. Charles A. Zook	HC 02 Box 94 St. Maries, ID 83861
2. John M. Shepherd	HC 01, Box SR 325 St. Maries, ID 83861

ARTICLE EIGHT

Incorporators: The name and address of each incorporator of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
1. Charles A. Zook	HC 02 Box 94 St. Maries, ID 83861
2. John M. Shepherd	HC 01, Box SR 325 St. Maries, ID 83861

EXECUTED in duplicate this 29 day of August,
1996.



CHARLES A. ZOOK



JOHN M. SHEPHERD