

ARTICLES OF INCORPORATION
OF
TAKE ONE ADVERTISING, INC.

97 OCT -6 AM 9:17
SECRETARY OF STATE
STATE OF IDAHO

The undersigned natural person, being at least eighteen years of age, acting as the incorporator of a corporation organized under the Idaho Revised Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is TAKE ONE ADVERTISING, INC.

ARTICLE II - PURPOSES

(a) The nature of the business and purposes proposed to be transacted, promoted, or carried on by the corporation include, but are not limited to, the following:

(i) To engage in any lawful act or activity for which corporations may be organized under the Act.

(b) The corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the Act and may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes.

ARTICLE III - SHARES

The corporation is authorized to issue one class of shares, which shall be common stock. The shares of common stock shall have unlimited voting rights and the holders thereof shall be entitled to receive the net assets of the corporation upon dissolution. The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares of no par value common stock.

ARTICLE IV - DIRECTORS

The initial board of directors shall consist of two (2) directors. The name and address of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

IDAHO SECRETARY OF STATE
10/06/1997 09:00
CK: 1096 CT: 86106 BH: 44442
1 @ 100.00 = 100.00 CORP
C121132

Jeff Cook
4955 Sagewood Drive
Idaho Falls, Idaho 83406

Travis Waters
5022 South Yellowstone
Idaho Falls, Idaho 83402

The personal liability of any director to the corporation or to its shareholders for monetary damages for any action taken or any failure to take any action, as a director, is hereby eliminated to the fullest extent permitted by Idaho laws. In the event the applicable Idaho law or this Article IV is repealed or amended to decrease or limit in any manner the protection or rights available to directors hereunder, such repeal or amendment shall not be retroactively applied in determining the personal liability of a director pursuant to this Article IV prior to the enactment of such amendment.

ARTICLE V - INITIAL OFFICE AND AGENT

The street address of the corporation's initial registered office and the name and signature of the corporation's initial registered agent at that office are:

Travis Waters
5022 South Yellowstone
Idaho Falls, Idaho 83402


Travis Waters, Registered Agent

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation is:

Travis Waters
5022 South Yellowstone
Idaho Falls, Idaho 83402

The undersigned has executed these Articles of Incorporation on this 27th day of September, 1997.


Travis Waters, Incorporator