



## Department of State.

### CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

**COLOR-TONE, INC.**

was filed in the office of the Secretary of State on the **8th** day  
of **November** A.D. One Thousand Nine Hundred **Fifty-seven** and  
duly recorded on Film No. **100** of Record of Domestic Corporations, of the State of Idaho,  
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for  
**perpetual existence** from the date hereof, with its registered office in this State located at

**Boise** in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto  
set my hand and affixed the Great Seal of the  
State. Done at Boise City, the Capital of Idaho,  
this **8th** day of **November**,  
A.D., 19 **57**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

COLOR-TONE, INC.

We, RUTH F. COLPIN, HENRY J. CUNEO, IDELL C. BROWN, LEONARD WILSON and ANTHONY YTURRI, each of whom is a citizen of the United States of America and all of whom with the exception of Anthony Yturri being residents of the State of Idaho, and all being of legal age, do hereby associate ourselves for the purpose of forming a corporation under and by virtue of the Laws of the State of Idaho governing the formation of private domestic corporations for profit.

ARTICLE I.

The name of this Corporation shall be "COLOR-TONE, INC."

ARTICLE II.

This corporation shall have perpetual existence.

ARTICLE III.

The objects and purposes for which this corporation is formed and in which it proposes to engage in, transact and carry out are as follows:

(a) To purchase, acquire, own, sell, convey, assign, mortgage, release, encumber, lease, buy or deal in real or personal property of every kind and nature, including stocks and securities of other corporations.

(b) To purchase, hire, lease, manufacture, produce or otherwise acquire, hold, own, use, import, export, exhibit, sell, exchange and otherwise deal in and dispose of chemicals, materials, appliances, apparatuses, cameras, projecting machines, lenses and any and all other articles useful or believed to be useful in the production, exhibition, distribution, development, processing, sale and other treatment or handling of any kind or nature of films, pictures, whether moving or otherwise, photographs, photo supplies, cameras, plates, picture cards

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and all other materials, appliances, supplies, articles or materials necessary or convenient in connection with said business and incidental thereto.

(c) To deal in electronic, mechanical or other apparatuses or devices used or useful in connection with the transmission of images, animate or inanimate, and also to engage in and deal in the business of photo engraving and in the business or handling electrical lenses or electrical fixtures of any kind or description.

(d) To engage in the business of developing, processing and handling of film of any and all types whatsoever, including any and all color processes and including but not limited to Ektachrome, Anscochrome, Koda color, Kodachrome, Printone, and any and all printing and processes of any kind and character without exception.

(e) To sue and to be sued; to make and use a seal; to sell, own, lease, transfer, mortgage, convey, assign or otherwise handle or dispose of any and all licenses, patents, privileges and franchises of the corporation; to appoint agents; to make By-Laws; to issue stock; to borrow money; to issue bonds or securities or evidences of indebtedness; to enter into contracts or obligations; to recover, collect, transmit, pay out and disburse funds in the course of its business; to handle and discount negotiable or non-negotiable notes, bonds or other types of indebtedness of any kind or nature whatever permitted by the laws of the State of Idaho; to lend money, and to give and/or accept, as the case may be, security for the payment of money borrowed or loaned; and in carrying out the objects and purposes of the business to execute such notes and other evidences of indebtedness or to accept the same.

(f) To have one or more stores, buildings, structures or places of business or business outlets in any city or town in the State of Idaho to carry on any or all of its operations and

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business, and without restriction or limitation, to purchase, lease, own or otherwise acquire, hold and own real or personal property of every class, kind and description in any of the States of the United States or its territories, and to conduct its business in such other States and territories of the United States or in any other place in the world as may be permitted by law.

(g) Without in any particular limiting any of the objects or purposes, or powers of the corporation, the business or purposes of the corporation shall be from time to time, to do any one or more of all of the acts herein set forth, and all such other acts, things and business or businesses in any manner connected therewith, or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation, or enhance the value of, or render profitable any of its business or businesses, property or rights as such a corporation may lawfully do; and in carrying on its business or for the purpose of attaining or furthering any of its objects to do any and all acts and things and to exercise any and all other powers which a corporation or natural person could do and exercise, and which now, or hereafter, may be authorized by law, either as, or by and through principals, agents, attorneys, contractors, factors, lessors, leasees, or otherwise, either alone or in conjunction with others, and at any place; and in addition thereto to have and exercise all of the rights, powers, and privileges now, or hereafter, belonging to or conferred upon corporations organized under and by virtue of the laws of the State of Idaho.

#### ARTICLE IV.

The registered office of this corporation and the principal place for the transaction of its business is at Boise, Ada County, State of Idaho.

#### ARTICLE V.

The number of Directors of this corporation shall be five.

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#### ARTICLE VI.

The amount of total authorized capital stock of this corporation is Ten Thousand and no/100 (\$ 10,000.00) Dollars, divided into one hundred (100) shares of common capital stock with a par value of One Hundred and no/100 (\$100.00) Dollars per share.

Each share of common stock shall have full voting and dividend participating privileges, and all of said stock shall be and remain non-assessable.

From time to time the capitalization of this corporation may be increased or decreased, as provided by law, and such increased capitalization may provide for different shares of stock with dividend rights and privileges as may be contained in the Amendment of said Articles.

The stock of this corporation may be sold and issued from time to time as and when the Board of Directors shall determine.

#### ARTICLE VII.

These Articles may be amended in the manner provided by law.

#### ARTICLE VIII.

In furtherance and not in limitation of the powers conferred by law, the Board of Directors are expressly authorized to remove at any time any officer elected or appointed by the vote of a majority of the Board, and from time to time may fix or vary the sum to be reserved over and above its capital stock paid in before declaring any dividend; to direct and determine the use and distribution of any surplus or net profits over and above the capital stock paid in; to fix the time for declaring and paying any dividend; and unless otherwise provided in these Articles or in the By-Laws, determine the amount of any dividends and may sell and issue the stock of this corporation for cash, credit, property or services, or for such other consideration

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as the Board of Directors may determine.

ARTICLE IX.

The amount of capital stock actually subscribed for by each of the incorporators whose names and addresses are hereinbelow set forth are as follows:

RUTH F. COLPIN	Payette, Idaho	6 shares
HENRY J. CUNEO	Boise, Idaho	4 shares
IDELL C. BROWN	Payette, Idaho	1 share
LEONARD WILSON		1 share
ANTHONY YTURRI	Ontario, Oregon	1 share

IN WITNESS WHEREOF, We, the undersigned, the incorporators, have hereunto set our hands and seals this 17<sup>th</sup> day of October, 1957.

<u>Ruth F. Colpin</u>	Payette, Idaho
<u>Henry J. Cuneo</u>	Boise, Idaho
<u>Idell C. Brown</u>	Payette, Idaho
<u>Leonard Wilson</u>	Homedale, Idaho
<u>Anthony Yturri</u>	Ontario, Oregon

STATE OF Oregon,

County of Winnemucca, SS.

On this 17<sup>th</sup> day of October, 1957, before me, the undersigned, a Notary Public in and for said State, personally appeared Ruth F. Colpin, Henry J. Cuneo, Idell C. Brown, Leonard Wilson and Anthony Yturri, known to me to be the persons whose names are subscribed to the within 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.

Robert L. Caldwell  
Notary Public for Oregon

My commission expires:

10-10-61