97996

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

COPIES NOW, INC.

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: March 23, 1992



Pite OF GENERAL SECRETARY OF STATE

By June Holes

ARTICLES OF INCORPORATION OF

COPIES NOW, INC.

Know all men by these presents, the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, do hereby certify as follows:

- 1. The name of the corporation is COPIES NOW, INF
- 2. The purposes for which said corporation is formed are:

To engage in any lawful business except banking mor insurance.

To carry on a general copying, printing, engraving, lithographing, electrotyping and publishing bushness in all the branches thereof.

To manufacture, prepare, buy, sell and generally deal in all manner of copying, printing, publishing, binding, engraving, printing and engraving designs; publishing of books, papers, periodicals catalogues, stationery, and stationery supplies; notebooks and forms for business and private use; printing supplies, printer's ink, pads and stamps; paper and substitutes of paper; monotyping, linotyping, electrotyping, colortyping, pictures, stencils, press service, typesetting, compositing, dies, advertising, advertising materials, advertising services, advertising literature, addressing and distributing circulars and advertising materials.

To obtain, purchase, or otherwise acquire copyrights, trademarks, patents, inventions, and formulas, and to manufacture under such rights articles which may help in the conducting of the printing business.

To carry on the businesses of copiers, printers, engravers, publishers, book and print sellers, bookbinders, and art journalists in all their branches; to carry on the businesses of newspaper and magazine proprietors, news agents, journalists, literature agents, and stationers in all their branches; to carry on the businesses of manufacturers and distributors of and dealers in engravings, prints, pictures, drawings, and any written, engraved, painted or printed productions, in all their branches; to carry on the businesses of advertising agents, advertisement contractors, and designers of advertisements, in all their branches; to carry on the businesses of paper makers, and printing and ink manufacturers, in all their branches.

To own, purchase, sell, mortgage, lease, dispose of, borrow money on the security of, and to generally deal in all types of real estate, wheresoever located.

acquire by purchase, exchange, gift, bequest, subscription or otherwise and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitations, any shares of stock, debentures, notes, mortgages or other obligations, and any certificates, receipts or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted and unreserved surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, and all rights, powers and privileges in respect thereof.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

The foregoing clauses shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Idaho; and it is the intention that the purposes and powers specified in this paragraph shall be regarded as independent purposes and powers.

- 3. The corporation is to have perpetual existence.
- 4. The location and post-office address of the registered office of the corporation is:

213 Appleway, Suite No. 2 Coeur D'Alene, Kootenai County, Idaho

The name of the registered agent is: Bradley D. Veeder.

- 5. The total authorized number of no par value shares is 50,000.
 - 6. The name and post office addresses of the incorporators:

David A. Veeder 3131 Gregory Drive Billings, Montana 59102

Lois E. Mastrud 3623 Donna Drive Billings, Montana 59102

Faye R. Turley 910 Alderson Billings, Montana 59101

7. The number of directors of the initial board shall be three, and the names and post office addresses of each of the initial directors named by the incorporators to serve until the first election of directors are as follows:

Bradley D. Veeder 213 Appleway, Suite No. 2 Coeur d'Alene, Idaho 83814

David A. Veeder 3131 Gregory Drive Billings, Montana 59102

Linnea J. Veeder 3131 Gregory Drive Billings, Montana 59102

- 8. Provisions for the regulation of internal affairs of this corporation are:
 - A. The Board of Directors shall have the power to adopt, alter, amend or repeal the bylaws.
 - B. No contract or other transaction between this corporation and any of its directors shall be void or voidable if such contract shall be approved or ratified by affirmative vote at a meeting of the Board of Directors by a majority of the directors present who have no individual interest in such transaction, or by a written resolution signed by all of the directors of this corporation without a formal meeting. Further, no

- director shall be liable for any profit realized by him or through any such contract or transaction, ratified or approved as aforesaid.
- C. This corporation shall indemnify every director, officer or employee, whether or not then in office or employed, and every director, officer or employee (whether or not then in office or employed) of each other corporation in which this corporation owns a majority of the shares of stock entitled to vote for election of directors of such corporation, his heirs or Personal Representatives, against reasonable expenses, including counsel fees, and fines and penalties (including the cost of reasonable settlements made with a view to curtailment of cost of litigation, exclusive of any amount paid to this corporation or any such other corporation in settlement) incurred in connection with any civil, criminal or administrative action, suit or proceedings in which he is made a party, or threatened to be made a party by reason of the fact that he, or his testator or intestate, is or was a director, officer or employee of this corporation, or such other corporation, whether or not he, or his testator or intestate, is or was a director, officer or employee at the time of incurring such expenses, except in relation to matters as to which he, or his testator or intestate, shall be finally adjudged in such civil, criminal or administrative action, suit or proceedings to be liable for negligence or misconduct in the performance of his duties as such director, officer or employee; and in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which this corporation is advised by counsel that the person to be indemnified, or his testator or intestate, has not, in any substantial way, been derelict in the performance of his duties as charged in such civil, criminal or administrative action, suit or proceedings. The foregoing right of indemnification shall not be exclusive of other rights to which any person so indemnified may be entitled.
- 9. The personal liability of any director of this corporation shall be eliminated or limited to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except:
 - A. for a breach of a director's duty of loyalty to a corporation or its shareholders;
 - B. for acts of omissions that constitute willful misconduct, recklessness, or knowing violation of law;

C. for a transaction from which a director derives an improper personal benefit. A provision under this subsection may not eliminate or limit the liability of a director for an act or omission occurring before the effective date of the provision. For purposes of this subsection, "director" includes a member of a governing body of a corporation that is not authorized to issue capital stock.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this ______ day of March, 1992.

David A. Veeder

Lois E. Mastrud

Faye R. Turley

STATE OF MONTANA

: SS.

County of Yellowstone

On this day of March, 1992, before me, a Notary Public for the State of Montana, personally appeared David A. Veeder, Lois E. Mastrud, and Faye R. Turley, 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 seal the date first above written.

(SEAL)

Notary Public for the State of Montana

Residing at Billings, Montana

My commission expires: ___