

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

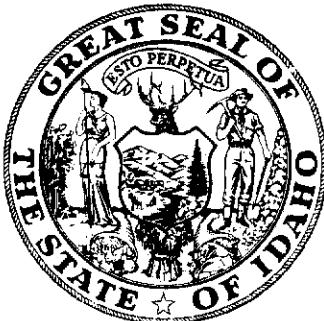
SHETEK, INC.

File number C 118115

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: February 3, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl DeLuca*

ARTICLES OF INCORPORATION

OF

SHETEK, INC.

RECEIVED  
STATE OF IDAHO  
JAN 10 55 AM '97

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 I

The name of the corporation is Shetek, Inc.

ARTICLE II

The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act. Further, to engage in the business of producing video tapes for showing on public and commercial television and for sale, and writings, together with related services, and to receive associated royalties and other compensation.

ARTICLE III

The period of duration of the corporation is perpetual.

ARTICLE IV

The address of the corporation's initial registered office in the State of Idaho is 1272 Highland Drive, Moscow, ID 83843. The name of the corporation's initial registered agent at such address is David L. Engerbretson.

IDAHO SECRETARY OF STATE  
DATE 02/03/1997  
0900 60791 2  
CK #: 4615 CUST# 47648  
CORP 10 100.00= 100.00

#### ARTICLE V

The total authorized number of shares of stock is 1,000 having no par value. All stock of the corporation shall be common stock.

#### ARTICLE VI

Pursuant to Idaho Code 30-1-26, the shareholders shall have the preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares. The provisions of Idaho Code 30-1-26 as amended from time to time shall be controlling with respect to preemptive rights of shareholders.

#### ARTICLE VII

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:

David L. Engerbretson	1272 Highland Drive Moscow, ID 83843
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Shirley A. Engerbretson	1272 Highland Drive Moscow, ID 83843
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#### ARTICLE VIII

The name and address of the incorporators are:

David L. Engerbretson	1272 Highland Drive Moscow, ID 83843
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Shirley A. Engerbretson	1272 Highland Drive Moscow, ID 83843
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EXECUTED IN TRIPLICATE ORIGINAL this 30th day of January,  
1997.

  
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David L. Engerbretson

  
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Shirley A. Engerbretson