



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

TURPIN MAGNAVOX, 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 _____

TURPIN MAGNAVOX, INC.

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 July 9, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
TURPIN MAGNAVOX, INC.

1. The name of the corporation is TURPIN MAGNAVOX, INC.
2. The period of its duration is perpetual.
3. Its purpose is to transact the business of the retail sales of electrical home appliances and other merchandise, and all other business not forbidden by law.
4. It shall have authority to issue 5,000 shares, all of one class, \$1.00 par value each.
5. The address of its initial registered office is Route 2, Box 316, Blackfoot, ID 83221. The name of its initial registered agent at such address is Donald Bruce Turpin.
6. The number of directors constituting its initial board of directors is three, whose names and addresses are:

Donald Bruce Turpin
Rt. 2, Box 316
Blackfoot, ID 83221

Paul Wayne Turpin
Route 5, Box 329
Blackfoot, ID 83221

Garth Lynn Turpin
Route 5, Box 331
Blackfoot, ID 83221

7. The name and address of each incorporator is:

Donald Bruce Turpin
Route 2, Box 316
Blackfoot, ID 83221


Paul Wayne Turpin
Route 5, Box 329
Blackfoot, ID 83221

Garth Lynn Turpin
Route 5, Box 331
Blackfoot, ID 83221

DATED this 29th day of June, 1981.


Donald Bruce Turpin

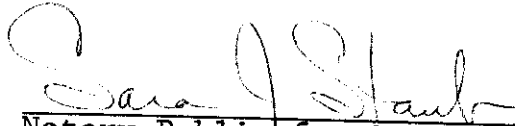

Paul Wayne Turpin


Garth Lynn Turpin

STATE OF IDAHO)
 : ss.
County of Bingham)

On this 29th day of June, 1981, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared: Donald Bruce Turpin, Paul Wayne Turpin and Garth Lynn Turpin, known to me to be the persons whose names are subscribed to the within and foregoing certificate and Articles of Incorporation which they acknowledged to me that they executed as their free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



My Commission Expires: LIFE Sara J. Stahl
Notary Public for State of Idaho
Residing at Blackfoot, Idaho