

FILED

FEB 9 2 26 PM '98
SECRETARY OF STATE
STATE OF IDAHO

Articles of Incorporation

of

Digital Marketing, Inc.

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, being of full age and citizens of the United States, have this day adopted the following articles to form a corporation under the provisions of Idaho Code sections 30-101 et. seq.:

And I hereby certify in writing:

ARTICLE I

NAME

The name of said corporation shall be Digital Marketing, Inc.

ARTICLE II

PURPOSES AND POWERS

The purpose for which this corporation is formed is to engage in and conduct all lawful business.

ARTICLE III

DURATION

Subject to dissolution in the manner provided by law, ~~the corporation shall be~~

IDAHO SECRETARY OF STATE

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perpetual.

ARTICLE IV

REGISTERED OFFICE

Unless and until hereafter changed as may be permitted by law, the registered office of said corporation in the State of Idaho shall be located in the County of Ada, and the post office address of the registered office of said corporation in the State of Idaho, County of Ada, shall be: 4200 Pasadena Dr. #23, Boise, ID 83705. John Schoonover shall be the registered agent at the address set forth above.

ARTICLE V

CORPORATE STOCK

A. The aggregate number of shares which the corporation shall have authority to issue is One Hundred Thousand (100,000), all of which shall have no par value. All such shares shall be common voting shares.

B. The relative rights, privileges, and limitations of all shares shall be in all respects identical, share for share.

ARTICLE VI

INCORPORATORS

Following is the name and post office address of the incorporators:

NAME OF INCORPORATOR

POST OFFICE ADDRESS

John Schoonover

4200 Pasadena Dr. #23, Boise, ID 83705

ARTICLE VII

MANAGEMENT

A. The business of the corporation shall be managed by a board of at least three (3) directors, except that if all of the shares of the corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. Directors need not be shareholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified.

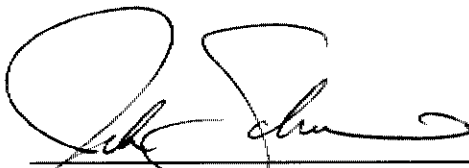
B. The Incorporator listed in Article VI above shall serve as director until the first meeting of shareholders or until successor director or directors are elected and qualify.

ARTICLE VIII

BY-LAWS

The power to adopt, repeal and amend the By-Laws of the corporation shall be in the stockholders and the By-Laws may be amended, adopted, or repealed by a majority vote of the stock issued and entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand February 7th 1998.

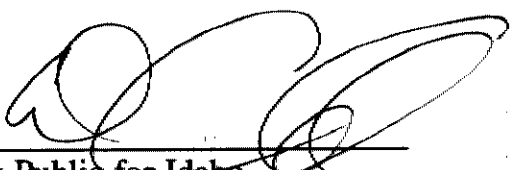

John Schoonover

STATE OF IDAHO)

) ss.

County of Ada)

I, D. Alan Kofoed, a Notary Public, do hereby certify that on this 7th day of February, 1998, personally appeared before me John Schoonover, who, being by me first duly sworn, declared that he is the Incorporator of Digital Marketing, Inc., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: DOBE, ID
Commission expires: 2.7.98