

State of Idaho

Department of State

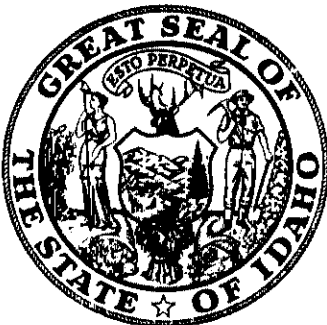
CERTIFICATE OF AUTHORITY OF

WEATHERLOW COMMUNICATIONS INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WEATHERLOW COMMUNICATIONS INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to WEATHERLOW COMMUNICATIONS INC. to transact business in this State under the name WEATHERLOW COMMUNICATIONS INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: March 9, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED
(Profit Corporation)
SEC. OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is WEATHERLOW COMMUNICATIONS INC.

2. The name which it shall use in Idaho is WEATHERLOW COMMUNICATIONS INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of DELAWARE

4. The date of its incorporation is NOVEMBER 29, 1993 and the period of its duration, if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is
540 FIRST AVENUE NORTH, SUITE 302, KETCHUM, ID 83340

6. The address to which correspondence should be addressed, if different than Item 5, is
P.O. BOX 5614, KETCHUM, ID 83340

7. The street address of its proposed registered office in Idaho is 540 FIRST AVENUE NORTH,
SUITE 302, KETCHUM, ID 83340, and the name of its proposed registered agent in Idaho at that address is MATTHEW W. GREER

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
TO TRANSACT, PROMOTE, CARRY ON, AND TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY
FOR WHICH CORPORATIONS ARE PERMITTED PURSUANT TO THE IDAHO BUSINESS CORPORATION
ACT.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940309 0900 61215 2
CK #: 521 CUST#: 31591
CORP 1@ 100.00= 100.00

#: C

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>MATTHEW W. GREER</u>	<u>PRES/TREAS.</u>	<u>P.O. BOX 5614, KETCHUM, ID 83340</u>
<u>CHARLES H. GREER</u>	<u>VICE-PRESIDENT</u>	<u>7041 ALMADEN LANE, CARLSBAD, CA 92009</u>
<u>ELLEN BALMAS</u>	<u>SECRETARY</u>	<u>P.O. BOX 5662, KETCHUM, ID 83340</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: MARCH 2, 1994

WEATHERLOW COMMUNICATIONS INC.

(Corporation name)

By Matthew W. Greer
Its President/Vice President (please specify)

and Ellen Balmas
Its Secretary/Assistant Secretary (please specify)

STATE OF Idaho)
COUNTY OF Blaine) ss:

I, Nan Grable Emerick, a notary public, do hereby certify that on
this 8th day of March, 19 94, personally appeared before
me Matthew W. Greer and Ellen Balmas, who being by me first duly sworn, declared that ^{they} ~~he~~
~~are~~ is the officers of Weatherlow Communications, Inc.

they President/Treasurer
that (s)he signed the foregoing documents as and Secretary of the corporation and that
the statements therein contained are true.

Nan Grable Emerick
Residing in Ketchum Notary Public Commission exp. 6/23/94

Office of the Secretary of State

RECEIVED
SEC. OF STATE

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "WEATHERLOW COMMUNICATIONS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 1994.



William T. Quillen

William T. Quillen, Secretary of State

2361262 8300

AUTHENTICATION: 7040110

944028618

DATE: 02-25-94