

ARTICLES OF INCORPORATION

OF

LAMAR INDIAN TREE INC.

941125774 \$50.00

The undersigned natural person, being more than 18 years of age, hereby establishes a corporation pursuant to the Colorado Business Corporation Act (the "Act") and adopts the following articles of incorporation:

ARTICLE I

941125774 \$50.00

Name

SECRETARY OF STATE

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The name of the corporation is Lamar Indian Tree Inc. -

ARTICLE II

Capital; Shareholders

2.1 Authorized Capital. The aggregate number of shares that the corporation shall have authority to issue is 50,000 shares of common stock each having a par value of \$1.00.

2.2 Voting of Shares. Each shareholder of record entitled to vote shall have one vote for each share of stock standing in his name on the books of the corporation, except that in the election of directors he shall have the right to vote such number of shares for as many persons as there are directors to be elected. Cumulative voting shall not be allowed in the election of directors or for any other purpose.

2.3 Quorum; Vote Required. At all meetings of shareholders, a majority of the shares entitled to vote at such meeting, represented in person or by proxy, shall constitute a quorum; and at any meeting at which a quorum is present the affirmative vote of a majority of the votes cast on the matter represented at such meeting and entitled to vote on the subject matter shall be the act of the shareholders, unless the vote of a greater proportion or number is required by the laws of Colorado.

ARTICLE III

No Preemptive Rights

No shareholder of the corporation shall have any preemptive or similar right to acquire or subscribe for any additional unissued shares of stock, or other securities of any class, or rights, warrants or options to purchase stock or scrip, or securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

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ARTICLE IV

Board of Directors

The corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, a board of directors.

ARTICLE V

Limitation on Liability

To the fullest extent permitted by the Act, as the same exists or may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except that this provision shall not eliminate or limit the liability of a director to the Corporation or to its shareholders for monetary damages otherwise existing for (i) any breach of the director's duty of loyalty to the Corporation or to its shareholders; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) acts specified in Section 7-108-403 of the Act relating to any unlawful distribution; or (iv) any transaction from which the director directly or indirectly derived any improper personal benefit. If the Act is hereafter amended to eliminate or limit further the liability of a director, then, in addition to the elimination and limitation of liability provided by the preceding sentence, the liability of each director shall be eliminated or limited to the fullest extent permitted by the Act as so amended. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify officers, directors, employees or agents to the extent provided in the bylaws.

ARTICLE VII

Offices

7.1 Registered Agent. The street address of the initial registered office of the corporation is 0020 Eagle Road, Post Office Box 666, Vail, Colorado 81658. The name of its initial registered agent at such address is Colorado Registration, Inc. The written consent of the initial registered agent to the appointment as such is stated below. *TCG*

7.2 Principal Office. The address of the corporation's initial principal office is 8100 S. Quebec, Suite B-210, Englewood, Colorado 80112.

ARTICLE VIII

Incorporator

The name and address of the incorporator is:

William J. Post
P.O. Box 3149
Vail, Colorado 81658

Dated: November 4, 1994


William J. Post, Incorporator

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

The undersigned officer of Colorado Registration Inc. hereby consents to appointment as the initial registered agent for Lamar Indian Tree Inc.

COLORADO REGISTRATION INC., a
Colorado corporation


Eric Applegate, President

The address to which the Secretary of State may send a copy upon completion of the filing is:

William J. Post
P.O. Box 3149
Vail, Colorado 81658