



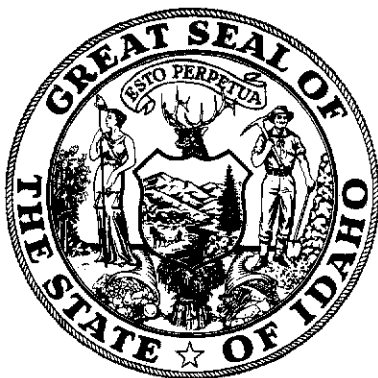
CERTIFICATE OF INCORPORATION
OF

COLGAR FINANCE, 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 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: *July 24, 1986*



SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION

OF

COUGAR FINANCE, INC.

WE, THE UNDERSIGNED, acting as incorporators of a corporation hereinafter referred to as the "Corporation" under the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation,

FIRST

The name of the corporation is and shall be COUGAR FINANCE, INC.

SECOND

The purposes of the corporation are as follows:

To engage in the business of receiving for value assignment of installment contracts to pay amounts due.

Also, such other related or unrelated business and transactions which a corporation, incorporated under the laws of the State of Idaho, may enter into without restriction.

THIRD

The duration of this corporation shall be perpetual.

FOURTH

The location and Post Office address of the registered office of the Corporation in the State of Idaho is 2300 Overland Avenue, P. O. Box 1048, Burley, Idaho 83318. The name of the Registered Agent is David Price.

FIFTH

The total authorized number of shares is Five Thousand (5,000). The stock to be issued shall have no par value. The stock of the corporation is of but one class: Common. Shares are assessable by or on behalf of the corporation as set forth in the By-Laws. However, no Shareholder shall be assessed annually any amount in excess of Ten Dollars (\$10.00) per share owned without the unanimous advance assent thereto of all Shareholders of the corporation.

SIXTH

The names and Post Office addresses of the incorporators and initial directors of the corporation, and initial number of shares of stock subscribed by each are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>	<u>SHARES</u>
Brent Lee	1408 Overland Avenue Burley, Idaho 83318	1
Boyd Poulton	P. O. Box 1048 Burley, Idaho 83318	1
David Price	P. O. Box 1048 Burley, Idaho 83318	1

EIGHTH

The provisions for the regulation of the internal affairs of the corporation are:

1. All decisions of the shareholders or the Board of Directors shall be a majority of a valid quorum as defined by the By-Laws.

2. The Board of Directors shall serve without compensation; however, this shall not prevent members of the Board of

Directors from being reimbursed for reasonable and necessary expenses expended on behalf of the corporation which are either approved in advance by the Board of Directors or ratified by the Board of Directors after the fact; however, this shall not be construed so as to prevent the corporation from hiring a member of the Board of Directors as an employee and compensating him for such services.

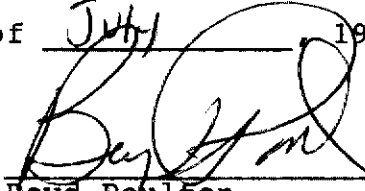
NINTH

The above referred to incorporators shall serve as the initial Board of Directors and the Board shall have three (3) Directors. The number of Directors may be altered by the By-Laws or by amendment to the By-laws. The above persons shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified.

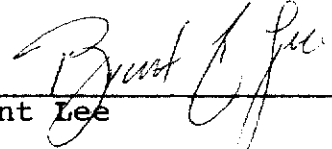
TENTH

The power to repeal and amend By-Laws and adopt new By-Laws shall rest with the Board of Directors by a majority vote of the Directors.

IN WITNESS WHEREOF, the incorporators above named have signed their names this 21 day of July 1986.


Boyd Poulton


David Price


Brent Lee