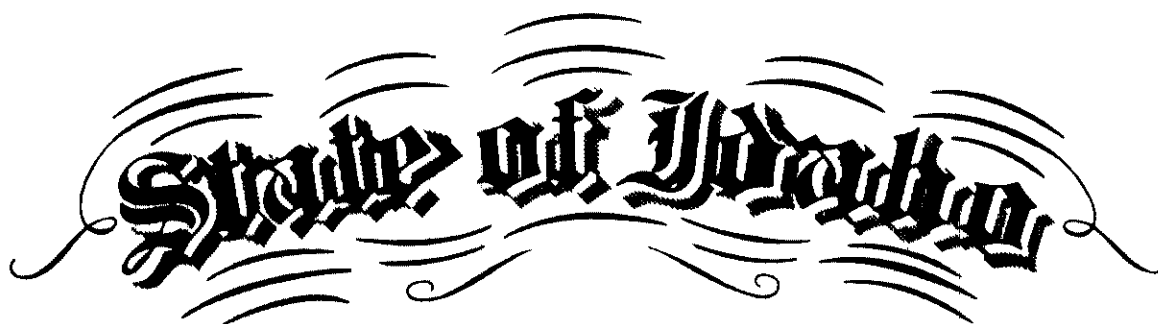


90856



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

BIGHORN MORTGAGE CORPORATION

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: December 5, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabalza*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

OF

89 DEC 5 AM 9 59

BIGHORN MORTGAGE CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, all citizens of the United States of America, each being over the age of 18 years, do hereby associate ourselves together for the purpose of forming a corporation under and pursuant to the provisions of the laws of the State of Idaho, for the purposes expressed in the following Articles, and do hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME OF CORPORATION: The name of the Corporation shall be: Bighorn Mortgage Corporation.

ARTICLE 2: PURPOSES: The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act."

ARTICLE 3: TERM: The Corporation is to have perpetual existence.

ARTICLE 4: REGISTERED OFFICE & REGISTERED AGENT: The registered office of the Corporation shall be 375 N. Overland Avenue, Burley, Idaho, 83318. The registered agent for the Corporation shall be G. R. Fairbrother, whose business office is identical with the registered office of the Corporation.

ARTICLE 5: CORPORATE STOCK: The total number of shares which the corporation is authorized to issue is 500,000 shares

1 with each share having as its par value \$.10. The Board of
2 Directors may from time to time fix the consideration for which
3 such shares shall be issued and sold, provided they may not be
4 issued or sold at a value less than par. The capital stock when
5 fully paid, shall be nonassessable, shall be one class of which
6 all shall be voting. Voting of the stock shall be cumulative.

7 ARTICLE 6: INCORPORATORS: The name and address of the
8 incorporators are:

9	Guy R. Fairbrother	Howard E. Conrad
	303 E. 42nd Street	Rt. #1
10	Burley, Idaho 83318	Murtaugh, Idaho 83344

11 ARTICLE 7: DIRECTORS: The initial Board of Directors
12 shall consist of two Directors who shall be:

13	Guy R. Fairbrother	Howard E. Conrad
	303 E. 42nd Street	Rt. #1
14	Burley, Idaho 83318	Murtaugh, Idaho 83344

15 The initial Board of Directors shall serve until the first
16 annual meeting of the shareholders at which time their
17 successors shall be elected and qualified. The By-Laws shall
18 specify the number of Directors for the corporation to be
19 elected at the first annual meeting of shareholders, and
20 thereafter.

21 ARTICLE 8: CONTRACTS: No contract or other transaction
22 between the corporation or any other corporation, whether or not
23 a majority of the shares of capital stock of such other
24 corporation is owned by the corporation, and no act of the
25 corporation shall be in any way affected or invalidated by the
26 fact that any of the directors of the corporation are

1 pecuniarily or otherwise interested in or are directors or
2 officers of such other corporation. Any director individually
3 may be a party to or may be pecuniarily or otherwise interested
4 in a contract or transaction of the corporation and any
5 directors of the corporation who are so interested may be counted
6 in determining the existence of a quorum at any meeting of the
7 Board of Directors of the Corporation which shall authorize such
8 contract or transaction and may vote thereon to authorize such
9 contract or transaction with the same, right, force and effect
10 as if he were not such director or officer of such corporation
11 and not so interested therein. The same shall apply if any
12 officer or director of this corporation shall be interested in
13 any other form of business entity dealing with this corporation.

14 IN WITNESS WHEREOF, we have executed these Articles of
15 Incorporation this 3 day of December, 1989.

16
17 
Guy R. Fairbrother

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19 
Howard E. Conrad
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