

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

HIGH MOUNTAIN SLEIGHS, INCORPORATED

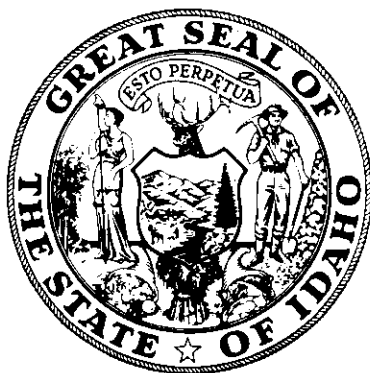
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

HIGH MOUNTAIN SLEIGHS, INCORPORATED,

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: January 31, 1985



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____



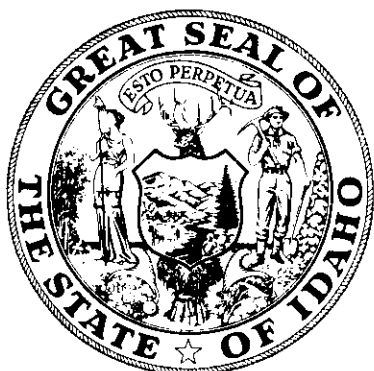
CERTIFICATE OF AUTHORITY
OF

AMERICAN DATA SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AMERICAN DATA SERVICES, 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 AMERICAN DATA SERVICES, INC. to transact business in this State under the name AMERICAN DATA SERVICES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **January 31, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 AMERICAN DATA SERVICES, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Oregon
4. The date of its incorporation is October 30, 1956 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 4550 S.W. Macadam Avenue, Portland, Oregon 97201
6. The address to which correspondence should be addressed, if different from that in item 5 _____
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Bank data processing services including ATM Network services

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

Name	Office	Address
<u>PLEASE SEE ATTACHMENT</u>		
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1500</u>	<u>Common</u>	<u>\$200.00</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

ARTICLES OF INCORPORATION

OF

'85 JAN 31 PM 12:00 HIGH MOUNTAIN SLEIGHS, INCORPORATED

SEC

The undersigned incorporators desiring to form a Chapter "S" Corporation pursuant to the provisions of the Idaho Business Corporations Act, adopt the following articles of incorporation:

ARTICLE ONE NAME The name of the corporation is High Mountain Sleighs, Incorporated

ARTICLE TWO PURPOSE The purpose of the corporation is to engage in any or all lawful businesses for which corporations may be organized under the Idaho Business Corporations Act.

ARTICLE THREE DURATION The period of duration of the corporation is perpetual.

ARTICLE FOUR REGISTERED OFFICE AND REGISTERED AGENT The address of the corporation's initial registered office in the State of Idaho is P.O. Box 365, City of McCall, County of Valley, Idaho 83638. The name of the corporation's original registered agent at such address is Michael C. Johnson.

ARTICLE FIVE STOCK The total authorized number of par value shares is 30. The aggregate par value of the total authorized number of par value shares is seven thousand dollars (\$7,000.00).

ARTICLE SIX PREEMPTIVE RIGHTS The only class of shares shall be common unless otherwise determined by the board of directors of this corporation.

ARTICLE SEVEN DIRECTORS The number of directors constituting the initial board of directors is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and duly qualified are:

<u>Name</u>	<u>Address</u>
Michael C. Johnson	P.O. Box 365, McCall, ID 83638
Janet L. Johnson	P.O. Box 365, McCall, ID 83638
James L. Armstrong, Sr.	P.O. Box 365, McCall, ID 83638

ARTICLE EIGHT INCORPORATORS The name and address of each of the incorporators are:

<u>Name</u>	<u>Address</u>
Michael C. Johnson	P.O. Box 365, McCall, ID 83638
Janet L. Johnson	P.O. Box 365, McCall, ID 83638
James L. Armstrong, Sr.	P.O. Box 365, McCall, ID 83638

ARTICLE NINE CHAPTER "S" CORPORATION This corporation is organized as a Chapter "S" corporation and is to be taxed as such Chapter "S" corporation under the Internal Revenue Code.

STATE OF IDAHO
COUNTY OF VALLEY

On this 30 day of January, in the year 19 85, before me,
Jay Deasy, a Notary Public in and for said county, in
the State aforesaid, personally appeared Michael Johnson,
Janet E Johnson, and Jameel Armstrong Sr.,
and executed the foregoing instrument of incorporation of said corporation.

In Witness Whereof, I have set my hand
and affixed my Idaho seal this
30th day of January, A.D., 1985.

Jay Deasy
Notary
Official Title

My commission expires on the
14th day of July, 1988

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1447	Common	\$200.00

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

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated January 10, 198485

AMERICAN DATA SERVICES, INC.

By E.O. Hammond, Jr.
Its Exec. V. President

and Kevin T. Sheehy
Its Secretary

STATE OF OREGON)
) ss:
COUNTY OF MULTNOMAH)

I, GAROLD L. Pomeroy, a notary public, do hereby certify that on this 10th day of JANUARY, 198485, personally appeared before me E.O. Hammond, Jr., who being by me first duly sworn, declared that he is the Executive V. President of AMERICAN DATA SERVICES, INC.

that he signed the foregoing document as Executive V. President of the corporation and that the statements therein contained are true.

Garold L. Pomeroy
Notary Public
my Commission expires September 24, 1985

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

AMERICAN DATA SERVICES, INC.

DIRECTORS

Francis J. O'Connor, 1001 S.W. Fifth Avenue, Suite 2200,
Portland, Oregon 97204

Graham C. Bryce, 1001 S.W. Fifth Avenue, Suite 2200,
Portland, Oregon 97204

Edward O. Haymond, Jr., 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

OFFICERS

Francis J. O'Connor, President, 1001 S.W. Fifth Avenue,
Suite 2200, Portland, Oregon 97204

Edward O. Haymond, Jr., Executive Vice President, 4550 S.W.
Macadam Avenue, Portland, Oregon 97201

Kent E. Koski, Vice President/Controller, 4550 S.W. Macadam
Avenue, Portland, Oregon 97201

J. I. Goff, Vice President, 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

Chris A. Kane, Vice President, 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

William Turner, Vice President, 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

George A. Young, Vice President, 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

Clyde C. Ashe, Vice President, 4550 S.W. Macadam Avenue,
Portland, Oregon 97201

Michelle Othus, Assistant Vice President, 4550 S.W. Macadam
Avenue, Portland, Oregon 97201

Len Clarke, Assistant Vice President, 4550 S.W. Macadam
Avenue, Portland, Oregon 97201

Kevin T. Sheehy, Secretary, 1001 S.W. Fifth Avenue,
Suite 2100, Portland, Oregon 97204

Term of offices expires February 21, 1985

January, 1985

EXHIBIT A

State of Oregon Department of Commerce Corporation Division

CERTIFICATE OF STATUS

AMERICAN DATA SERVICES, INC., an Oregon corporation, was
incorporated under the Oregon BUSINESS Corporation Act on OCTOBER
30, 1956, and is an existing corporation as of the date of this
certificate.



Jane Edwards

Corporation Commissioner

By.....*Betty L. Coffey*.....

Date.....JAN 21 1957.....