

State of Idaho

Department of State

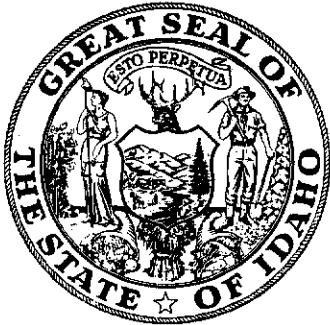
AMENDED CERTIFICATE OF AUTHORITY OF

RYAN DEALER GROUP, INC.
File Number C 44361

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RYAN DEALER GROUP, INC. for an Amended Certificate of Authority to transact business in this State, duly executed 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 Amended Certificate of Authority to RESOURCE DEALER GROUP, INC. to transact business in this State under the name RESOURCE DEALER GROUP, INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: May 24, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

D. Ulmont

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

May 24 11 02 AM '96

To the Secretary of State of the State of Idaho:

SECRETARY OF STATE

Pursuant to Section 30-1-118, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on September 27 1971 authorizing it to transact business in the State of Idaho under the name of Ryan Dealer Group, Inc.

2. Its corporate name has been changed to Resource Dealer Group, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is _____

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows: No Change

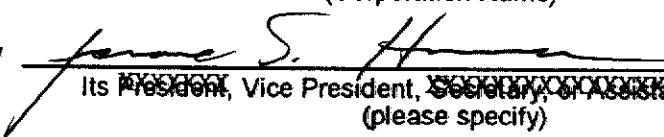
(Note: If no additional purposes are proposed, insert "No change.")

Dated May 20, 1996

Resource Dealer Group, Inc.

(Corporation Name)

By


Its President, Vice President, Secretary, or Assistant Secretary
(please specify)

Jerome S. Hanner

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations
700 West Jefferson
PO Box 83720
Boise, Idaho 83720-0080

Secretary of State use only

CACA

IDAHO SECRETARY OF STATE

DATE 05/24/1996 0900 65341

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CK #: 10702406 CUST# 15948

AMEND CERT

1@ 30.00= 30.00

EXPEDITE C 1@ 20.00= 20.00

File two copies.
If a name change, attach certificate of fact from state of incorporation
Fee: \$30.00

#:



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION WERE FILED IN THIS OFFICE ON MAY 8, 1996 CHANGING
ITS NAME FROM RYAN DEALER GROUP, INC. TO RESOURCE DEALER GROUP,
INC.*****



In Testimony Whereof, I hereby set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 22ND
day of MAY 96 A.D., 19

George H. Ryan
SECRETARY OF STATE