

FILED EFFECTIVE

RESTATED ARTICLES OF INCORPORATION

of

THOMAS MOTORS, INC.

03 JUN 11 PM 3:02

SECRETARY OF STATE
STATE OF IDAHO

PURSUANT TO the provisions of Section 30-1-1007 of the Idaho Code, the undersigned Corporation adopts the following Restated Articles of Incorporation:

FIRST: The name of the corporation is THOMAS MOTORS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act. The corporation is specifically authorized to sell credit life insurance and disability insurance.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is twenty thousand (20,000) shares of voting common stock and eighty thousand (80,000) shares of non-voting common stock, with the par value of twenty dollars (\$20.00) each for a total capitalization of two million dollars (\$2,000,000.00). All of said stock shall be of one class and shall be common stock.

FIFTH: The address of the registered office of the corporation is 1550 South Washington, PO Box 505, Emmett, County of Gem, State of Idaho 83617, and the name of its registered agent at such address is Ronald O. Thomas.

SIXTH: The number of directors constituting the board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

RONALD O. THOMAS

2245 Greenbrier Drive
Emmett, Idaho 83617

ELAINE K. THOMAS

2245 Greenbrier Drive
Emmett, Idaho 83617

IDAHO SECRETARY OF STATE
06/11/2003 05:00
CK: 2060 CT: 153500 BH: 605465
1 @ 30.00 = 30.00 AMEND PROF # 2

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SEVENTH: The restated articles of incorporation correctly set forth the current changes to the corresponding provisions of the Articles of Incorporation, and supersede the original articles of incorporation and all amendments thereto.

DATED this 19 day of May, 2003.

THOMAS MOTORS, INC.,
an Idaho Corporation

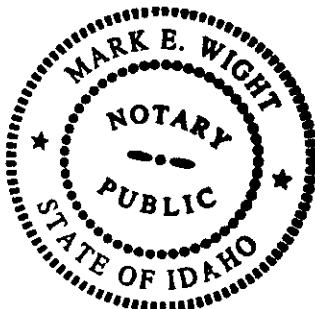
By: Ronald O Thomas
President

Attest: Laime K Thomas
Secretary

VERIFICATION

STATE OF IDAHO)
) ss.
County of Gem)

I, MARK E. WIGHT, a Notary Public, do hereby certify that on this 19th day of May, 2003, personally appeared before me Ronald O. Thomas, who being by me first duly sworn, declare that he is the President of THOMAS MOTORS, INC., that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.



Mark E. Wight
Notary Public for Idaho
Residing at Bosc
My Commission Expires: 11/02/05

CERTIFICATE OF THOMAS MOTORS, INC.

to

RESTATED ARTICLES OF INCORPORATION

PURSUANT TO the provisions of Section 30-1-1007(4) of the Idaho Code, the undersigned Corporation certifies as follows:

FIRST: The Restated Articles of Incorporation contain an amendment to the Articles that requires shareholder approval.

SECOND: The name of the corporation is THOMAS MOTORS, INC.

THIRD: Article FOURTH of the Articles of Incorporation is amended in its entirety to read as follows:

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is twenty thousand (20,000) shares of voting common stock and eighty thousand (80,000) shares of non-voting common stock, with the par value of twenty dollars (\$20.00) each for a total capitalization of two million dollars (\$2,000,000.00). All of said stock shall be of one class and shall be common stock.

FOURTH: The Restated Articles of Incorporation do not provide for an exchange, reclassification, or cancellation of issued shares.

FIFTH: The date of this amendment adoption shall be the filing date of the Restated Articles of Incorporation with the Idaho Secretary of State.

SIXTH: The number of shares of the Corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100. There is only one class of stock which is common stock.

SEVENTH: The number of shares voted for such Restated Articles of Incorporation were 100 and no shares were voted against such Restated Articles of Incorporation. There were no separate classes of stock which were entitled to vote on these Restated Articles of Incorporation.

EIGHTH: No other amendments were made.

DATED this 19 day of May, 2003.

THOMAS MOTORS, INC.,
an Idaho Corporation

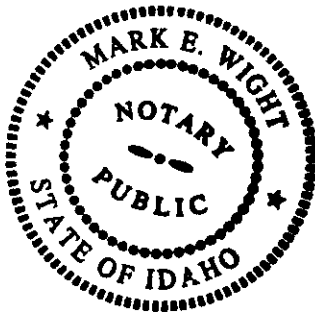
By: Ronald O. Thomas
President

Attest: Blair K. Thomas
Secretary

VERIFICATION

STATE OF IDAHO)
) ss.
County of Gem)

I, MARK E. WIGHT, a Notary Public, do hereby certify that on this
19th day of May, 2003, personally appeared before me Ronald O. Thomas,
who being by me first duly sworn, declare that he is the President of THOMAS MOTORS, INC.,
that he signed the foregoing document as President of the Corporation, and that the statements
therein contained are true.



Mark E. Wight
Notary Public for Idaho
Residing at Base
My Commission Expires: 11/02/05