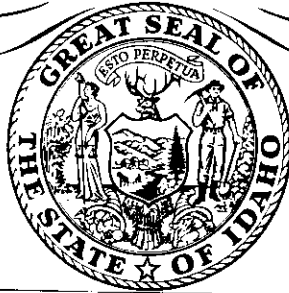


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

MAGIC LEASING COMPANY, INC.

was filed in the office of the Secretary of State on the **Seventeenth** day of **September**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual existence from the date hereof, with its registered office in this State located at

Twin Falls

in the County of

Twin Falls

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **17th** day of **September**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
MAGIC LEASING COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are of full age, and citizens of the United States of America, have this day voluntarily associated ourselves together, and do hereby, and by these Articles of Incorporation, unite and associate ourselves together for the purpose of forming a corporation, under the laws of the State of Idaho, for the lawful purposes hereinafter stated.

I.

The name of this Corporation shall be MAGIC LEASING COMPANY, INC.

II.

The location and post office address of this Corporation shall be in the City of Twin Falls, County of Twin Falls, State of Idaho, at 360 West Caswell.

III.

That this Corporation shall have perpetual existence.

IV.

That the purposes for which this Corporation is formed are generally to engage in the pursuit of all lawful activities and business as provided by the laws of the State of Idaho, and particularly:

(a) To buy or hold, sell, and to lease, rent, occupy and use all kinds and classes of real and personal property, both within and outside of the State of Idaho.

(b) To mortgage, pledge, hypothecate, issue deeds of trust, or otherwise use, real and personal property as security for the purpose of borrowing money, obtaining credits, or dealing in real or personal property, and to make, execute and deliver and

issue securities, stocks, bonds, debentures, mortgages, notes or other collaterals created or issued by this Corporation or any corporation wherever organized in the United States or organized by the United States or any state thereof, and to buy, sell, negotiate or otherwise deal in securities, stocks, bonds, mortgages, notes, assignments, or other collaterals or securities issued by any state of the United States, or by any county, city, town, village, municipality, or district therein, or any political subdivision thereof, to the fullest extent permitted by the laws of the State of Idaho, and to exercise all rights, powers and privileges of ownership.

(c) To incur indebtedness without limit, to borrow money, and to receive payment of money loaned in any manner consistent with the laws of the State of Idaho or of other states of the United States, and to issue its capital stock in payment for or exchange for cash, real and/or personal property, choses in action, or any other thing of value, including shares in any other corporation, firm, or association.

(d) To enter into, make and perform contracts of every sort and kind with any person, association or corporation, and to draw, make, accept, endorse, discount and execute promissory notes, bills of exchange and other instruments that are evidences of indebtedness.

(e) To build, construct, erect, purchase and sell all types of buildings.

(f) To own, operate, buy, sell, mortgage, pledge and otherwise deal in and with aircraft of any and all kinds.

(g) To promote, establish, operate and conduct any other lawful business which is within the purposes and powers of the Corporation or which may be incidental to the exercise of any such powers or which may be necessary to protect, preserve and

enhance the value of the Corporation's franchises, property and business, and to pay all taxes, state, Federal, municipal or other.

V.

The capital stock of this Corporation shall be TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) divided into Twenty-five Thousand shares (25,000) of common stock, each share to have a par value of One Dollar (\$1.00). This stock shall be non-assessable.

VI.

The business, corporate powers and property of the Corporation shall be exercised, conducted and controlled by a Board of Three (3) Directors, who shall have the power to repeal, amend and adopt new By-Laws, of and for the company, and to hold their meetings pursuant to the provisions of the By-Laws, and at such places, and at such times as the Board of Directors may direct or fix, both within and without the State of Idaho.

VII.

That the first Board of Directors shall hold office for one year from the date hereof, and until their successors are elected and qualified, and their names and post office addresses are as follows:

<u>Name</u>	<u>Address</u>	<u>Position</u>
John R. Black	425 W. Whitman, Pocatello, Idaho	President and Director
Rae Jean Doherty	948 E. Whitman, Pocatello, Idaho	Vice President and Director
Patricia E. Cobia	552 E. Benton, Pocatello, Idaho	Secretary-Treasurer and Director

VIII.

That the name and post office address of each of the Incorporators signing the Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
John R. Black	425 W. Whitman, Pocatello, Idaho	one
Rae Jean Doherty	948 E. Whitman, Pocatello, Idaho	one
Patricia E. Cobia	552 E. Benton, Pocatello, Idaho	one

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 10th day of September, 1962.

John R. Black (SEAL)
Rae Jean Doherty (SEAL)
Patricia E. Cobia (SEAL)

STATE OF IDAHO }
County of Bannock } ss.

On this 10th day of September, 1962, before me, the undersigned, a Notary Public in and for said County and State, personally appeared JOHN R. BLACK, RAE JEAN DOHERTY and PATRICIA E. COBIA, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.

Richard R. Black
Notary Public for Idaho
Residence: Pocatello, Idaho