

State of Idaho

Department of State

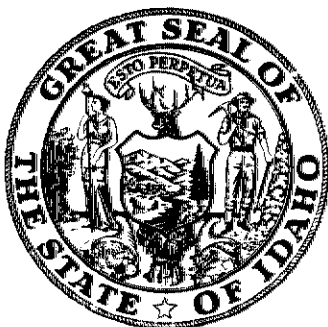
CERTIFICATE OF AMENDMENT OF

UNITED AUTO, INC.
File Number C 48133

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of UNITED AUTO, INC. 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 Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: March 13, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
UNITED AUTO, INC.
an Idaho corporation

IDAHO SECRETARY OF STATE
DATE 03/13/1997
0900 72713 2
CK #: 6749 TUST# 70021
AMEND PRF 10 30.00= 30.00

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Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is UNITED AUTO, INC.

SECOND: The following amendments of the Articles of Incorporation were adopted by the shareholders and directors of the corporation on the 24th day of December, 1996, in the manner prescribed by the Idaho Business Corporation Act:

The purpose provisions of the Articles of Incorporation, Article II, paragraph a. through d. shall remain the same with the following paragraphs to be added thereafter:

e. To act as an agent for insurance companies in soliciting, procuring, receiving and forwarding applications for property and casualty, life and accident and health, credit life, and all kinds of insurance, together with the collection of premiums and the doing of such other business as may be designated to agents by insurance companies and to conduct a general insurance agency and insurance brokerage business, and to do any and all things incidental to the operation of an insurance agency which is not forbidden by statute or by these articles of incorporation.

f. To act as an agent for extended warranty companies in soliciting, procuring, receiving and forwarding applications

for extended warranties on any and all types of motor vehicles, trailers, boats and bicycles, and their parts and accessories, together with the collection of premiums and the doing of such other business as may be designated to agents by extended warranty companies and to conduct a general extended warranty agency/business, and to do any and all things incidental to the operation of a extended warranty agency/business which is not forbidden by statute or by these articles of incorporation.

The remainder of Article II shall remain unchanged.


THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1000; and the number of shares entitled to vote thereon was 3.

FOURTH: The number of shares of each class entitled to vote thereon as a class voted for and against amendment, respectively, was:

Number of Shares Voted

<u>Class</u>	<u>For</u>	<u>Against</u>
Common	100	0

DATED this 24th day of December, 1996.



R.W. Rolfe - President

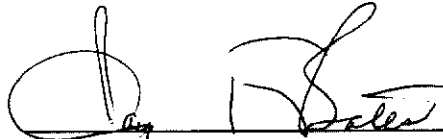


Gayle C. Rolfe - Secretary

VERIFICATION

STATE OF IDAHO)
)SS.
COUNTY OF BONNEVILLE)

I, Jay F. Bates, a notary public, do hereby certify that on this 24th day of December, 1996, personally appeared before me R.W. Rolfe, who, being by me first duly sworn, declared that he is the President of UNITED AUTO, INC., that he signed the foregoing document as PRESIDENT of the corporation, and that the statements therein contained are true.

A handwritten signature in black ink, appearing to read "Jay F. Bates", is written over a horizontal line.

NOTARY PUBLIC for Idaho
Residing at: Rigby, Idaho
My commission expires: 10-30-99