

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

HILLTOP LEASING & MANAGEMENT, INC.

03 OCT -7 PM 2:42

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is Hilltop Leasing & Management, Inc.
2. **DURATION:** The period of its duration is perpetual.
3. **PROFIT:** This is a for profit corporation.
4. **PURPOSES:** The purpose or purposes for which the corporation is organized is to own, manage, and lease real and personal property and do all things incidental thereto and for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, as the same from time to time shall be amended.
5. **SHARES AUTHORIZED:** The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of no par value common stock.
6. **PRE-EMPTIVE RIGHTS:** Shareholders shall have pre-emptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
7. **BUSINESS AFFAIRS:** Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By Laws, including restrictions on the transfer of shares and fixing greater quorum or voting requirements for Shareholder action than required by the Idaho Business Corporation Act.

ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
10/07/2003 05:00
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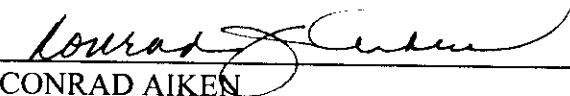
8. **REGISTERED AGENT AND OFFICE:** The registered agent is Eric L. Olsen, Esq., and the registered office is located at 201 E. Center, Pocatello, Idaho 83204.

9. **BOARD OF DIRECTORS:** There shall be no Board of Directors. Pursuant to Idaho Code § 30-1-732 the powers and duties conferred or imposed upon the Board of Directors by the Idaho Business Corporation Act shall be exercised or performed by the officers of the corporation elected by the shareholders as provided in the corporation's By Laws.

10. **INCORPORATORS:** The name and address of the incorporator is:

Conrad Aiken
101 South Capitol Boulevard, Suite 208.
Boise, Idaho 83702

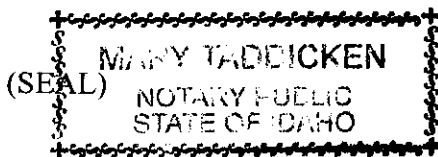
DATED this 7 day of October, 2003.

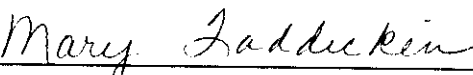

CONRAD AIKEN

STATE OF IDAHO)
 : ss
County of ~~Bannock~~ Ada)

On this 7th day of October, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared CONRAD AIKEN, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that she executed the same.

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




NOTARY PUBLIC FOR IDAHO
Residing at: Boise, Id.
My Commission Expires: 9-12-07