

ARTICLES OF INCORPORATION

of:-

TIME-A-WAY INC.

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SECRETARY OF STATE
STATE OF IDAHO

I, the undersigned person of the age of eighteen years or more, as incorporator of a corporation under the IDAHO BUSINESS CORPORATION ACT, adopt the following articles of Incorporation for such corporation:-

ARTICLE 1 - NAME.

The name of the corporation is TIME-A-WAY Inc.

ARTICLE 2 - DURATION.

The period of it's duration shall be perpetual.

ARTICLE 3 - PURPOSES.

This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be incorporated under the IDAHO BUSINESS CORPORATION ACT.

ARTICLE 4 - SHARES.

This corporation shall have the authority to issue 50,000 shares of common stock, and each share shall have a par value of \$1.00.

ARTICLE 5 - CONTRACTS IN WHICH DIRECTORS HAVE INTEREST.

Any contract or other transactions between this corporation and one or more of it's directors, or between this corporation, firm, association, or other entity of which one or more of it's directors are stockholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his, her or their participation in such action by voting or otherwise, even though his, her or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided that the fact of such interest shall be disclosed to or known by the Directors acting on such contract or transaction.

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ARTICLES OF INCORPORATION - TIME-A-WAY INC.

ARTICLE 6 - DIRECTORS.

The number of directors of this corporation shall be fixed by the bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of one director. The name and address of the director on the initial Board of Directors is:-

Name	<u>MICHAEL H. NICHOLS</u>
Address	<u>HC 1, Box 2.,</u> <u>CEDAR CREEK MARINE RTE,</u> <u>BAYVIEW</u> <u>IDAHO, 83803.</u>

This director shall serve until the first annual meeting of shareholders and until the successors are elected and qualify unless they resign or are removed.

ARTICLE 7 - BYLAWS.

The Board of Directors shall have the power to adopt, amend, or repeal the bylaws for this corporation, subject to the power of the shareholders to amend or repeal such bylaws.

ARTICLE 8 - REGISTERED OFFICE.

The address of the registered office of this corporation is:-

HC 1, Box 2,
Cedar Creek Marine Rte,
BAYVIEW, IDAHO 83803

ARTICLE 9 - REGISTERED AGENT.

The name of the registered agent at the registered office is:-

MICHAEL H. NICHOLS

ARTICLES OF INCORPORATION - TIME-A-WAY INC.

ARTICLE 10 - INCORPORATORS.

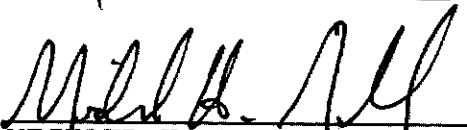
The name and address of the incorporator is:-

Name MICHAEL H. NICHOLS
Address HC 1, Box 2
CEDAR CREEK MARINE RTE,
BAYVIEW, IDAHO 83803

ARTICLE 11 - AMENDMENTS OF ARTICLES OF INCORPORATION.

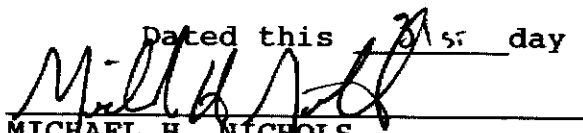
This corporation reserves the right to amend, alter, change, or repeal any of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and rights and powers conferred herein on shareholders and directors of this corporation are subject to this reserved power.

IN WITNESS WHEREOF, I have set my hand this 31st day
of DECEMBER 1998.


MICHAEL H. NICHOLS

CONSENT TO APPOINTMENT OF REGISTERED AGENT.

I, MICHAEL H. NICHOLS, do hereby consent to serve
as registered agent for the corporation, TIME-A-WAY INC.,

Dated this 31st day of DECEMBER 1998

MICHAEL H. NICHOLS