

State of Idaho

Department of State

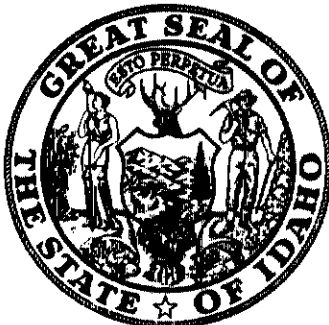
CERTIFICATE OF INCORPORATION OF

E.S. PLENTY LTD.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 18, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION
E.S. PLENTY, LTD.

MAY 18 3 38 PM '93

The undersigned natural persons of the age of twenty-one years or more, acting as the incorporators under the Idaho Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I The name of the Corporation is:
E.S. PLENTY LTD..
and its duration is perpetual

ARTICLE II The purpose for which the corporation is
organized is:

Special loan and mortgage company, and to engage in any lawful activities for which corporations may be organized under the Idaho Business Corporation Act and amendments thereof and to do and perform and other lawful act for gain whether herein expressly set forth otherwise.

ARTICLE III

The Aggregate number of shares which the corporation shall have authority to issue is 25,000, each of which shall be common shares and shall have a par value of \$1.00 per share, this shall be issued as SECTION 1244 stock under the Internal Revenue code.

ARTICLE IV

The address of the initial registered office of the corporation is Steven E. Coryell, 2900 Overland Road, Boise, Idaho, 83705 and the name of the initial registered agent at such address is Steven E. Coryell.

ARTICLE V

The number of directors constituting the initial board of directors of the corporation is two and the name and address of the persons who will serve as the directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Steven E. Coryell, 2900 Overland Road, Boise, Idaho 83705.
Earl C. Barnard, 1300 McKinney, Boise, Idaho 83704

ARTICLE VI

The name and address of the incorporators is:
Steven E. Coryell 2900 Overland Road, Boise, Idaho 83705
Earl C. Barnard 1300 McKinney, Boise, Idaho 83704

ARTICLE VII

Provisions for regulation of internal affairs of the corporation as may be appropriate and provided by the corporation By-Laws. The incorporating director does hereby subscribe to one share of said common stock

ARTICLE VIII

All the issued stock of all classes shall be subject to the following restriction on transfer permitted by Section 202 of the General Corporation Law.

Each stockholder shall offer to the Corporation or to other stockholders of the corporation a sixty (60) day "first refusal" option to purchase his stock should he elect to sell his stock.

ARTICLE IX

The directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts of omission not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

We the undersigned incorporators, declares under the penalty of perjury that I have examined the foregoing and to the best of his knowledge and belief, it is true, correct and complete.



Steven E. Coryell



Earl C. Barnard

State of Idaho
County of Ada

On this 14th day of May 1993, before me the undersigned a Notary Public in and for said County and State, personally appeared, Steven E. Coryell and Earl C. Barnard, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they execute the same.

In Witness Whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written



Notary Public

