

State of Idaho

Department of State.

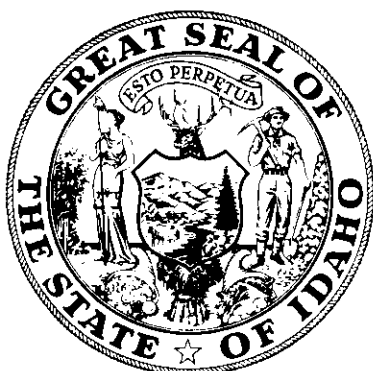
CERTIFICATE OF AUTHORITY OF

TRAVEL-AID & SAFETY ASSN., INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TRAVEL-AID & SAFETY ASSN., INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to TRAVEL-AID & SAFETY ASSN., INC. to transact business in this State under the name TRAVEL-AID & SAFETY ASSN., INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated February 6, 1980.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Travel-Aid & Safety Assn., Inc.
STATE
2. *The name which it shall use in Idaho is Travel-Aid & Safety Assn., Inc.
3. It is incorporated under the laws of Missouri
4. The date of its incorporation is November 13, 1968 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is Highway WW, Box H, Osceola, Missouri 64776
6. The address of its proposed registered office in Idaho is Rt. 1, Box 41, Payette 83661, and the name of its proposed registered agent in Idaho at that address is Ella Miller
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Sale of Auto Club Memberships

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>William N. Brown</u>	<u>President</u>	<u>Box 177, Collins, Mo. 64738</u>
<u>Edward Foote</u>	<u>Vice-President</u>	<u>Osceola, Mo. 64776</u>
<u>M.B. Jarrett</u>	<u>Sect. & Treas.</u>	<u>Rt. 2, Osceola, Mo. 64776</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000,000</u>	<u>Common</u>	<u>.05</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>381,839</u>	<u>Common</u>	<u>.05</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated Jan. 28, 19 80.

Travel-Aid & Safety Assn., Inc.

By William N. Brown

Its President

and

M. B. Garrett

Its Secretary

STATE OF Missouri)

)ss:

COUNTY OF St. Clair)

I, Marian McCaslin, a notary public, do hereby certify that on this 28th day of January, 1980, personally appeared before me William N. Brown, who being by me first duly sworn, declared that he is the President of Travel-Aid & Safety Assn., Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Marian McCaslin

Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

SECRETARY OF
STATE OF
CORPORATION DIVISION

Certificate of Corporate Records

I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of—

CERTIFICATE OF INCORPORATION

ARTICLES OF INCORPORATION

AND

ALL AMENDMENTS THERETO

OF

TRAVEL-AID & SAFETY ASSN., INC.

as the same appears on file and of record in this office.



In Testimony Whereof, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this
16th day of August A. D.,
Nineteen Hundred and Seventy-Nine.

James Kirkpatrick

SECRETARY OF STATE

DEPUTY SECRETARY OF STATE



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

Certificate of Incorporation

WHEREAS, duplicate originals of Articles of Incorporation of
TRAVEL-AID & SAFETY ASSN., INC.

have been received and filed in the office of the Secretary of State and which Articles, in all respects, comply with the requirements of The General and Business Corporation Law:

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare

TRAVEL-AID & SAFETY ASSN., INC.

a body corporate, duly organized this day and that it is entitled to all rights and privileges granted corporations organized under The General and Business Corporation Law; that the address of its initial Registered Office in Missouri is

221 Woodruff Building, Springfield,

that its period of existence is perpetual; and that the amount of its Authorized Shares is FIFTY THOUSAND -----Dollars.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 13th day of November, 1968.

James C. Kirkpatrick
Secretary of State

I R Cloud
Deputy Secretary of State

RECEIVED OF: TRAVEL-AID & SAFETY ASSN., INC.
Sixty-three and no/100 -----Dollars, \$ 63.00

For Credit of General Revenue Fund, on Account of Incorporation Tax and Fee.

No. 132598

CORP. No. 13

Andryne Reeve
Deputy Collector of Revenue

ARTICLES OF INCORPORATION
OF
TRAVEL-AID & SAFETY ASSN., INC.

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI, 65101

The undersigned natural persons of the age of twenty-one years or more for the purpose of forming a Corporation under the General and Business Corporation Law of Missouri adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is: TRAVEL-AID & SAFETY ASSN., INC.

ARTICLE II

The address, including street and number, of the Corporation's initial registered office in this state is 221 Woodruff Building, Springfield, Missouri, and the name of its initial registered agent at said address is Louis W. Cowan.

ARTICLE III

The aggregate number and class of shares which the Corporation shall have authority to issue shall be Five Hundred Thousand (500,000) shares of common stock with a par value of Ten Cents (\$.10) per share.

ARTICLE IV

The Corporation will not commence business until the consideration of the value of at least \$500.00 has been received for the issuance of shares. Five thousand shares have been issued (par 10¢) for the consideration of \$500.00.

ARTICLE V

The name and place of residence of each incorporator is as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares Subscribed</u>
Richard F. Sunderwirth,	Osceola, Missouri	25,000
Richard V. Powell,	Osceola, Missouri	25,000
Edward L. Foote,	Osceola, Missouri	25,000

ARTICLE VI

The Board of Directors shall consist of Seven (7) persons, each of whom shall serve for a term of One (1) year.

ARTICLE VII

The duration of the Corporation is perpetual.

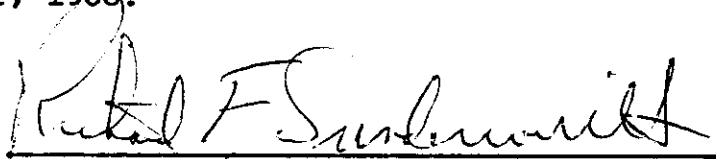
ARTICLE VIII

The Corporation is formed for the following purposes, to-wit:

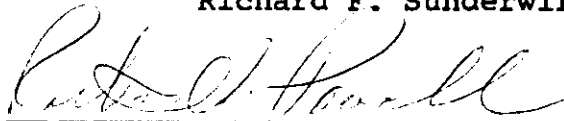
- (a) To engage in the business of selling and distributing memberships in various clubs and associations, including automobile owners' associations, and the franchising and otherwise authorizing dealers and agents to engage in the business of selling and distributing memberships in such associations.
- (b) To engage in the business of selling insurance and insurance policies of all kinds and character, except life insurance, and to act as an agent for insurance companies of all kinds, except life insurance companies.
- (c) To own, hold, buy, sell, rent, lease, deal in, mortgage, operate and manage real estate, real property, and personal property of every kind and character.

IN WITNESS WHEREOF, these Articles of Incorporation have been

signed this 12 day of November, 1968.



Richard F. Sunderwirth



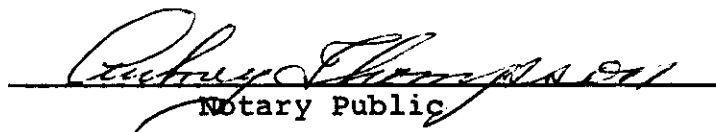
Richard V. Powell



Edward L. Foote

STATE OF MISSOURI)
) ss.
County of St. Clair)

I, Robert Thompson, a Notary Public, do hereby certify that on the 12 day of November, 1968, personally appeared before me Richard F. Sunderwirth, Richard V. Powell, and Edward L. Foote, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.


Notary Public

My Commission expires: Nov 11, 1969



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

Certificate of Amendment

WHEREAS, TRAVEL-AID & SAFETY ASSN., INC.

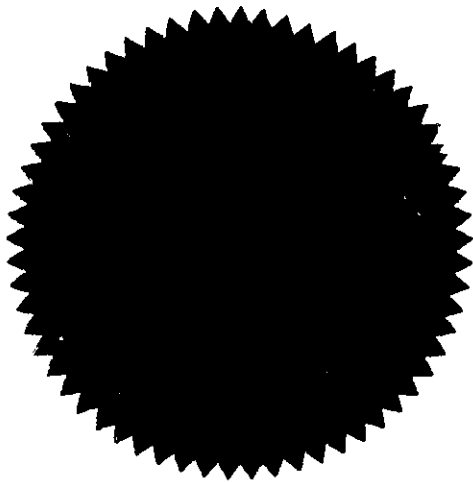
a corporation organized under The General and Business Corporation Law has delivered to me a certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General and Business Corporation Law.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, do hereby certify that I have filed said Certificate of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 16th day of February, 19 70

James C. Kirkpatrick
Secretary of State

Deputy Secretary of State



RECEIVED OF: TRAVEL-AID & SAFETY ASSN., INC.

Three and no/100----- Dollars, \$ 3.00

For Credit of General Revenue Fund, on Account of Amendment Fee.

No. 132598

Dorothy Mae Miller
Deputy Collector of Revenue

AMENDMENT OF ARTICLES OF INCORPORATION

OF

TRAVEL-AID & SAFETY ASSN., INC.

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The name of the Corporation is: TRAVEL-AID & SAFETY ASSN., INC.

The name under which it was originally organized was: TRAVEL-AID & SAFETY ASSN., INC.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on January 19, 1970.

3. Article III is amended to read as follows:

"ARTICLE III

The aggregate number and class of shares which the Corporation shall have authority to issue shall be Five Hundred Thousand (500,000) shares of common stock with a par value of \$.10 each. Of the 500,000 shares of common stock herein provided for, Seventy-five Thousand (75,000) shares shall be reserved as stock to be sold at not less than par, pursuant to such rules and regulations as the Board of Directors may prescribe, to key personnel as compensation for services rendered. No shareholder of the Corporation now or hereafter shall have a preemptive right in the issue and sale of the common stock (75,000 shares) herein provided to be reserved for issue and sale to key personnel."

4. Article VI is amended to read as follows:

"ARTICLE VI

The Board of Directors shall consist of Nine (9) persons, each of whom shall serve for a term of One (1) year."

5. Of the 152,000 shares outstanding, 152,000 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>No. of Outstanding Shares</u>
Common	152,000

6. The number of shares voted for and against the amendment to Article III was as follows:

<u>Class</u>	<u>No. Voted For</u>	<u>No. Voted Against</u>
Common	149,112	None

The number of shares voted for and against the amendment to Article VI was as follows:

<u>Class</u>	<u>No. Voted For</u>	<u>No. Voted Against</u>
Common	76,148	72,964

IN WITNESS WHEREOF, the undersigned President has executed this instrument and its Secretary has affixed its corporate seal hereto and attested said seal on the 30th day of January, 1970.

TRAVEL-AID & SAFETY ASSN., INC.

By: Harold Davis

President

ATTEST:

William J. Davis
Secretary

3.

STATE OF TEXAS)
) ss.
County of El Paso)

I, Robert J. Nobile, a Notary Public, do hereby certify that on this 30th day of January, 1970, personally appeared before me Harold Davis, who, being by me first sworn, declared that he is the President of Travel-Aid & Safety Assn., Inc., that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

Robert J. Nobile
Notary Public

My Commission expires: June 1, 1971



STATE of MISSOURI
JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

Certificate of Amendment

WHEREAS, TRAVEL-AID & SAFETY ASSN., INC.

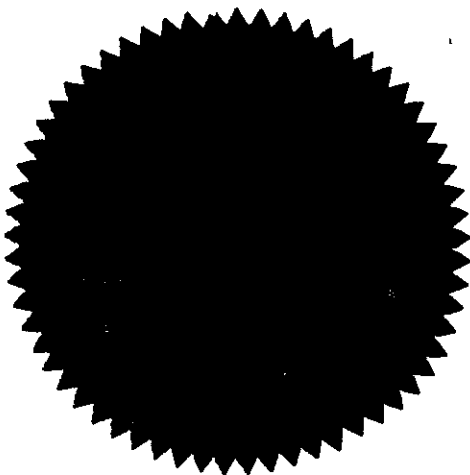
a corporation organized under The General and Business Corporation Law has delivered to me a certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General and Business Corporation Law.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, do hereby certify that I have filed said Certificate of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 27th day of May, 1970

James C. Kirkpatrick
Secretary of State

Deputy Secretary of State



RECEIVED OF: TRAVEL-AID & SAFETY ASSN., INC.

Three and no/100----- Dollars, \$ 3.00

For Credit of General Revenue Fund, on Account of Amendment Fee.

132598

No.

Dorothy Mae Miller
Deputy Collector of Revenue

AMENDMENT OF ARTICLES OF INCORPORATION

OF

TRAVEL-AID & SAFETY ASSN., INC.

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The name of the Corporation is: TRAVEL-AID & SAFETY ASSN., INC.

The name under which it was originally organized was: TRAVEL-AID & SAFETY ASSN., INC.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on January 19, 1970 pursuant to the following Resolution:

"RESOLUTION

BE IT RESOLVED that Article III of the Articles of Incorporation as heretofore amended, shall be further amended and henceforth shall read as follows:

'ARTICLE III

The aggregate number and class of shares which the Corporation shall have authority to issue shall be One Million (1,000,000) shares of common stock with a par value of \$.05 each. Of the 1,000,000 shares of common stock herein provided for, One Hundred Fifty Thousand (150,000) shares shall be reserved as stock to be sold at not less than par,

pursuant to such rules and regulations as the Board of Directors may provide, to key personnel as compensation for services rendered. No shareholder of the Corporation shall have a pre-emptive right in the issue and sale of the common stock (150,000 shares) herein provided to be reserved for issue and sale to key personnel.'

BE IT FURTHER RESOLVED that pursuant to the reduction of the par value of the common stock of the Corporation from \$.10 to \$.05 per share, each holder of the common stock shall be issued One (1) additional share of common stock of the Corporation for each share held by him on the date the Certificate of Amendment shall be issued by the Secretary of State with respect to this proposed amendment."

3. Of the 152,000 shares outstanding, 152,000 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>No. of Outstanding Shares</u>
Common	152,000

4. The number of shares voted for and against the amendment to Article III was as follows:

<u>Class</u>	<u>No. Voted For</u>	<u>No. Voted Against</u>
Common	149,112	None

5. By this amendment the authorized shares of the Corporation has been changed from 500,000 shares of common stock with a par value of \$.10 each to 1,000,000 shares of common stock with a par value of \$.05 each.

6. Also, the Amendment provides that the holders of the common stock issued and outstanding as of the effective date of this Amendment shall be issued One (1) additional share of common stock of the Corporation for each share held by him.

IN WITNESS WHEREOF, the undersigned President has executed this instrument and its Secretary has affixed its corporate seal hereto and attested said seal on the 22 day of May, 1970.

TRAVEL-AID & SAFETY ASSN., INC.

By:

Richard F. Sunderwirth

President

ATTEST:

Dee H. Anderson

Secretary

STATE OF MISSOURI)
) ss.
County of St. Clair)

I, Jean Anderson, a Notary Public, do hereby certify that on this 22 day of May, 1970, personally appeared before me Richard F. Sunderwirth, who, being by me first sworn, declared that he is the President of Travel-Aid & Safety Assn., Inc., that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

Jean Anderson

Notary Public

My Commission expires:

August 17, 1973

FILED AND CERTIFIED
ISSUED

MAY 27 1970

Jean Anderson

Corporation Dep. SECRETARY



STATE of MISSOURI
JAMES C. KIRKPATRICK, Secretary of State

Corporation Division

Certificate of Amendment

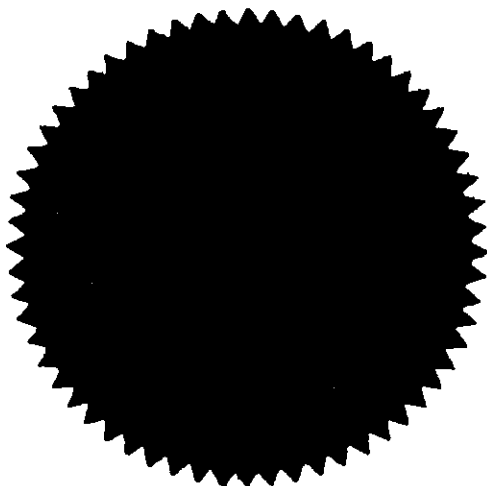
WHEREAS, TRAVEL-AID & SAFETY ASSN., INC.

a corporation organized under The General and Business Corporation Law has delivered to me a Certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General and Business Corporation Law.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, do hereby certify that I have filed said Certificate of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 19th day of FEBRUARY, 1976.

James C. Kirkpatrick
Secretary of State



RECEIVED OF: TRAVEL-AID & SAFETY ASSN., INC.
THREE DOLLARS AND no/100----- Dollars, \$3.00

For Credit of General Revenue Fund, on Account of Amendment Fee.

No. #00132598

Dorothy Mae Miller
Deputy Collector of Revenue

AMENDMENT OF ARTICLES OF INCORPORATION

OF

TRAVEL-AID & SAFETY ASSN., INC.

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

Pursuant to the provisions of the General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The name of the Corporation is: TRAVEL-AID & SAFETY ASSN., INC.

The name under which it was originally organized was: TRAVEL-AID & SAFETY ASSN., INC.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on November 24, 1975.

3. Article VI is amended to read as follows: " ARTICLE VI

The Board of Directors shall consist of Seven (7) persons, each of whom shall serve for a term of One (1) year."

4. Of the 381,839 shares outstanding, 381,839 of such shares were entitled to vote on such amendment.
The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

<u>CLASS</u>	<u>NO. OF OUTSTANDING SHARES</u>
Common	381,839

5. The number of shares voted for and against the amendment to Article VI were as follows:

<u>CLASS</u>	<u>NO. VOTED FOR</u>	<u>NO. VOTED AGAINST</u>
Common	369,398	None

IN WITNESS WHEREOF, the undersigned President has executed this instrument and its Secretary has affixed its corporate seal hereto and attested said seal on the 28th day of January, 1976.

TRAVEL-AID & SAFETY ASSN. INC.

By: Richard F. Sunderwirth
President

FILED AND CERTIFICATE
ISSUED

ATTEST:

James C. Kirkpatrick
Secretary

FEB 19 1976

James C. Kirkpatrick
Corporation Dept. SECRETARY OF STATE

State of Missouri
County of St. Clair

I, Conna D. Houston a Notary Public, do hereby certify that on this 28th day of January, 1976, personally appeared before me Richard F. Sunderwirth, who, being by me first sworn, declared that he is the President of Travel-Aid & Safety Assn., Inc. that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

My commission expires: April 16, 1979

Conna D. Houston
Notary Public



STATE of MISSOURI
James C. Kirkpatrick, Secretary of State
Corporation Division

RECEIVED
OCT 13 1970
James C. Kirkpatrick
SECRETARY OF STATE

Certificate of Change of Registered Agent and Registered Office
by Foreign or Domestic Corporations

(TO BE FILED IN DUPLICATE. NO FEE.
Please read instructions on back of report before attempting to execute.)

STATE OF MISSOURI
St. Clair COUNTY } ss.

To SECRETARY OF STATE,
Jefferson City, Missouri.

Charter No. 132598

The undersigned corporation, organized and existing under the laws of the State of Missouri
for the purpose of changing its registered agent or its registered office, or both, in Missouri as provided by the provisions of "The General and Business Corporation Act of Missouri," represents that:

1. The name of the corporation is Travel-Aid & Safety Assn., Inc.
2. The name of its FORMER registered agent is Louis W. Cowan
3. The address, including street and number, if any, of its FORMER registered office is 221 Woodruff Building, Springfield, Missouri
4. The name of the NEW registered agent is Richard F. Sunderwirth
5. Its registered office is hereby CHANGED TO Osceola, Missouri (no street address)
(including street and number if any change in the registered office is to be made.)
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its name by its

President _____, attested by its Secretary _____,
(PRESIDENT OR VICE-PRESIDENT) (SECRETARY OR ASSISTANT SECRETARY)

this 10th day of October, A.D. 1970

TRAVEL-AID & SAFETY ASSN., INC.

By [Signature]
PRESIDENT OR VICE-PRESIDENT

(Corporate Seal)
Attest:

[Signature]
SECRETARY OR ASSISTANT SECRETARY

STATE OF MISSOURI
COUNTY OF St. Clair } ss.

I, [Signature], a Notary Public, do hereby certify that
on the _____ day of October, A.D. 1970, personally appeared before me
Richard F. Sunderwirth who declares he is President or Vice-President of the
corporation, executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing
document in the capacity therein set forth and declared that the statements therein contained are true.

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

(Notarial Seal)

[Signature]
NOTARY PUBLIC
My term expires August 14, 1973

CHANGE OF REGISTERED AGENT
AND OFFICE OF

NOTICE

This certificate must be filed in duplicate.
The corporation cannot act as its own registered agent.

The registered office may be, but need not be, the same as the place of business of the corporation, but the registered office and the registered address of the agent must be the same.

Any subsequent change in the registered office or agent must be immediately reported to the Secretary of State on blanks furnished for that purpose.

SECRETARY OF STATE

OCT 13 1970

FILE