

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

NORTHWEST PARTNERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NORTHWEST PARTNERS, 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 NORTHWEST PARTNERS, INC. to transact business in this State under the name NORTHWEST PARTNERS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 3, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED
SEC. OF STATE

(Profit Corporation)

93 FEB 3 AM 9 09

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 Northwest Partners, Inc.
2. The name which it shall use in Idaho is Northwest Partners, Inc.
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of California
4. The date of its incorporation is 10-11-90 and the period of its duration is Continuous
5. The address of its principal office in the state or country under the laws of which it is incorporated is 8811 N. Coast Hwy #194 Laguna Beach, Ca. 92651
6. The address to which correspondence should be addressed, if different from that in item 5. P.O. Box 1894 Hailey, Id. 83333
7. The street address of its proposed registered office in Idaho is 16 W. Croy St. Ste. M Hailey, Id. 83333, and the name of its proposed registered agent in Idaho at that address is Chris Palmer
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: Vehicle + Equipment Leasing

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19930203 0900 49075 2
CK #: 1013 CUST# 1
CORPORATIO 10 60.00= 60.00

:

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

| Name | Office | Address |
|------------------------|------------------|---|
| <u>Stephen Palmer</u> | <u>President</u> | <u>8811 N. Coast Hwy #194 Laguna Beach, Ca.</u> |
| <u>Chris Palmer</u> | <u>Secretary</u> | <u>Box 1894 Hailey, Id. 83353</u> |
| <u>Robert Thompson</u> | <u>Director</u> | <u>8811 N. Coast Hwy #194 Laguna Beach, Ca.</u> |
| <u>Eldon Primrose</u> | <u>Director</u> | <u>8811 N. Coast Hwy #194 Laguna Beach, Ca.</u> |
| <u>Hans Neugebauer</u> | <u>Director</u> | <u>8811 N. Coast Hwy #194 Laguna Beach, Ca.</u> |
| | | |
| | | |
| | | |

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

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 2-2-93

By Northwest Partners, Inc.
(Corporation name)
By St. J. Po
Its (President/Vice President (please specify))
and Christopher Palmer
Its (Secretary/Assistant Secretary (please specify))

STATE OF Idaho)
COUNTY OF Blaine) ss:

I, Dorothy M. Schriella, a notary public, do hereby certify that on
this 2nd day of Feb, 19 93, personally appeared before
me Christopher Palmer, who being by me first duly sworn, declared that he
is the Secretary of Northwest Partners, Inc.

that he signed the foregoing documents as Secretary of the corporation and that
the statements therein contained are true.

Dorothy M. Schriella
Notary Public

State of California

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 11th day of October, 19 90,

NORTHWEST PARTNERS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
9th day of December, 1992

March Fong Eu

Secretary of State