

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY

OF

TRANS LEASE, INC.

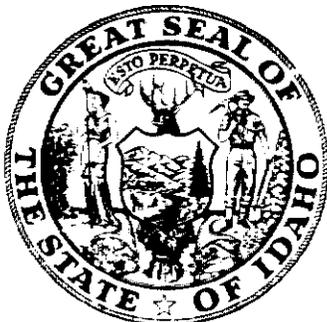
dba GEP LEASING, INC.

File Number C 127273

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: January 25, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Amanda Herpel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Trans Lease, Inc.
2. The name which it shall use in Idaho is GEP Leasing, Inc.
3. It is incorporated under the laws of Colorado
4. Its date of incorporation is 1/1/97
5. The address of its principal office is 7626 Brighton Road, Commerce City, Colorado 80022
6. The address to which correspondence should be addressed, if different than item 5, is 7740 Dahlia Street Commerce City, Colorado 80022
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>George E. Eidsness</u>	<u>President and Director</u>	<u>7626 Brighton Road, Commerce City, Colorado 80022</u>
<u>Randy N. Pennington</u>	<u>Vice President and Secretary and</u>	<u>7626 Brighton Road, Commerce City, Colorado 80022</u>
<u>James D. Mathisen</u>	<u>Vice President of Operations</u>	<u>7626 Brighton Road, Commerce City, Colorado 80022</u>
<u>Mike Brenneise</u>	<u>Vice President</u>	<u>7626 Brighton Road, Commerce City, Colorado 80022</u>
<u>Barbara L. Eidsness</u>	<u>Treasurer</u>	<u>7626 Brighton Road, Commerce City, Colorado 80022</u>

Dated: 1-19-99

Trans Lease, Inc.
(Corporation name)
By *Mike Brenneise*
Mike Brenneise
Its Vice President
(specify capacity of signer)

Customer Acct #:
IDAHO SECRETARY OF STATE
(If using pre-paid account)

g:\compliance\CA2 pm6 Revised 4/97

01/25/1999 09:00
CK: 114016945 CT: 70163 BN: 101463
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C127273

FILED

JAN 25 10 11 AM '99



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

TRANS LEASE, INC.
(COLORADO CORPORATION)

FILE # 19961171042 WAS FILED IN THIS OFFICE ON January 01, 1997
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: December 17, 1998

Victoria Buckley

SECRETARY OF STATE

CERTIFIED COPY OF RESOLUTION

CORPORATION ADOPTING A FICTITIOUS NAME FOR USE
IN THE STATE OF IDAHO

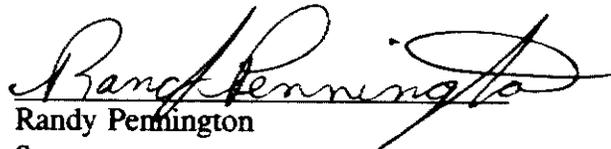
We, the undersigned, Mike Brenneise, Vice President of Trans Lease, Inc., and Randy Pennington, Secretary of Trans Lease, Inc., do hereby certify that the following is a true, complete and correct copy of a certain resolution of the Board of Directors of Trans Lease, Inc., a corporation duly organized and existing under the laws of the State of Colorado, which resolution was duly adopted by action without meeting of the Board of Directors dated January 19, 1999, and is set forth in the minutes of the said action without meeting; that we are the keeper of the corporate seal and of the minutes and records of this corporation; and that the said resolution has not been rescinded or modified:

RESOLVED, that Trans Lease, Inc., organized and existing in the State of Colorado, hereby adopts the name GEP Leasing, Inc., for use in the State of Idaho for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Idaho under the name of GEP Leasing, Inc.

Dated: January 19, 1999



Mike Brenneise
Vice President



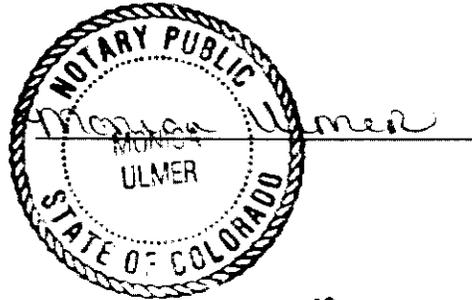
Randy Pennington
Secretary

STATE OF COLORADO

)ss:

COUNTY OF ADAMS

I, MONICA ULMER, a notary public, do hereby certify that on this 19th day of January, 1999, personally appeared before me Mike Brenneise and Randy Pennington, who being by me first duly sworn, declared that they are the Vice President and Secretary, respectively, of Trans Lease, Inc., a Colorado corporation, that they signed the foregoing document as Vice President and Secretary, respectively, of the corporation, and that the statements therein contained are true.



My Commission Expires 9-11-2000