



CERTIFICATE OF AUTHORITY
OF

WHITECAP INTERNATIONAL, INC.

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

Dated **May 14, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 Whitecap International, Inc.

2. The name which it shall use in Idaho is Whitecap International, 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 Montana

4. The date of its incorporation is August 4, 1983 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 341 Central Avenue, Whitefish, Montana 59937

6. The address to which correspondence should be addressed, if different from that in item 5. same

7. The street address of its proposed registered office in Idaho is 610 West Hubbard, Suite 121
Coeur d'Alene, Idaho 83814, and the name of its proposed registered agent in Idaho at that address is Richard Hooton

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Mortgage Lending (Real Estate)

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

Name	Office	Address
Walter Dickinson III	President	216 Whitepine Road, Kalispell, MT 59901
John Miglino Jr.	Vice President	1979 Ridgecrest Dr., Whitefish, MT 59937
Richard Hooton	Vice President	62 S. Last Chance Gulch, Helena, MT 59601
Shirley D. Adkinson	Vice President & Secretary	341 Central Avenue, Whitefish, MT 59937
W. Weston Jolly	Director	341 Central Avenue, Whitefish, MT 59937
Jeffrey Baker	Director	341 Central Avenue, Whitefish, MT 59937

(continued on reverse)

Name	Office	Address

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: April 30, 1987

Whitecap International, Inc.

(Corporation Name)

By Richard Hooton
 Its ~~President~~ Vice President (please specify)
 and Shirley D. Adkinson
 Its Secretary ~~XXXXXX Secretary~~ (please specify)

STATE OF Montana)
) ss:
 COUNTY OF Flathead)

I, _____ the undersigned _____, a notary public, do hereby certify that on this 30th day of April, 19 87, personally appeared before me Richard Hooton & Shirley D. Adkinson, who being by me first duly sworn, declared that ~~they~~ ^{xxxx} they are ~~the~~ ^{are} Vice President & Secretary of Whitecap International, Inc.

~~that they~~ signed the foregoing document as Vice President & Secretary of the corporation and that the statements therein contained are true.

Judy Stoick
 Notary Public for the State of Montana
 Residing in Whitefish My commission expires 8/25/87

SECRETARY OF STATE

STATE OF MONTANA

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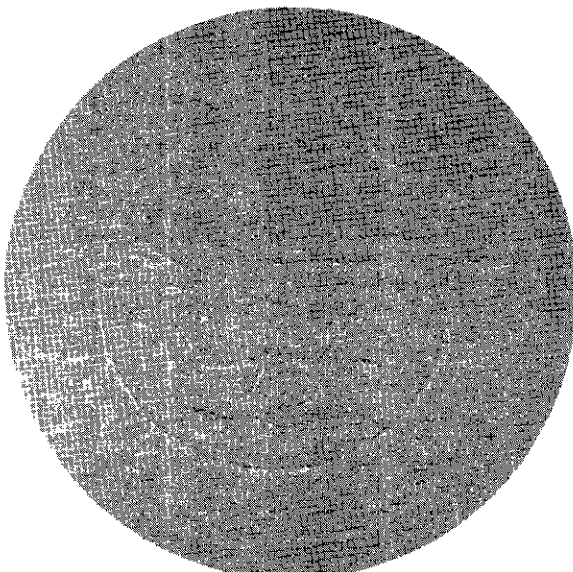
CERTIFICATE OF GOOD STANDING

I, JIM WALTERMIRE, Secretary of State of the State of Montana do hereby certify that WHITECAP INTERNATIONAL, INC. duly filed its Articles of Incorporation in this office on

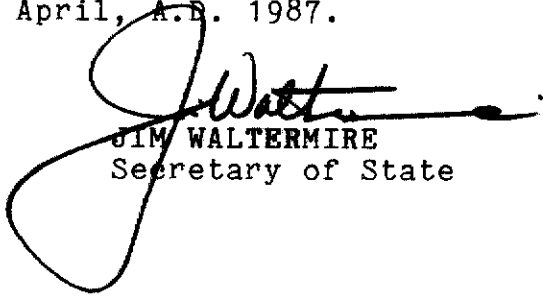
August 4, 1983

and on that date was created a body politic and corporate.

I further certify that no notice or decree of dissolution has been placed on record in this office by said corporation and that so far as my records indicate the corporation is in good standing under the laws of the State of Montana and authorized to transact its business and conduct its affairs in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana at Helena, the Capital, this 28th day of April, A.D. 1987.


JIM WALTERMIRE
Secretary of State