



CERTIFICATE OF INCORPORATION
OF

BROKERS TRUST, INC.

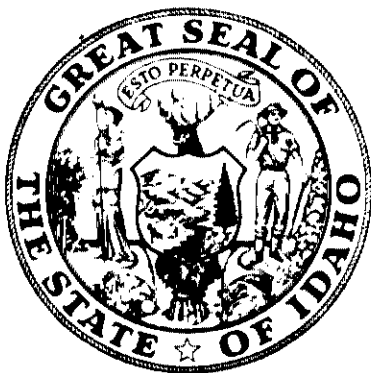
I, PETE L. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BROKERS TRUST, INC.

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: January 31, 1985



Pete L. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
BROKERS TRUST, INC.

The undersigned, acting as incorporator of Brokers Trust, Inc. a corporation under the Idaho Business Incorporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is BROKERS TRUST, INC.

SECOND: The period if its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(1) To purchase, sell, trade, exchange, lease, own or otherwise aquire or transfer automobiles, trucks and other motor vehicles for profit.

(2) To purchase, lease, own, hold, sell, mortgage, sublease, or otherwise aquire and trade lands, buildings, easements or other real property for profit.

(3) To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements or property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make,

1 perform and carry out contracts of every sort and kind with any
2 person, and to acquire and take over the good will, property,
3 rights, franchises and assets of every kind and the liabilities
4 of any person, firm, association, or corporation, either wholly
5 or in part, and to pay for the same in cash, stocks or bonds of
6 the corporation, or otherwise.

7 (4) To transact any and all lawful business for
8 which corporations may be incorporated under the Idaho Business
9 Corporation Act.

10 FOURTH: The aggregate number of shares which the
11 corporation shall have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>
Common	10,000	\$0.00

13 FIFTH: Provisions denying preemptive rights are:
14 None.

15 SIXTH: Provisions for the regulation of the internal
16 affairs of the corporation are: None.

17 SEVENTH: The address of the initial registered office
18 of the corporation is 1643 Poplar Street, Twin Falls, Idaho 83301,
19 and the name of the initial registered agent at such address is
C. G. Wyllie.

20 EIGHTH: The number of directors constituting the
21 initial board of directors of the corporation is one (1). This
22 number may be changed by the Bylaws of the corporation, and the

names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
C. G. Wyllie	1643 Poplar Street Twin Falls, Idaho 83301

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
C. G. Wyllie	1643 Poplar Street Twin Falls, Idaho 83301

DATED this 10th day of January, 1985.


C. G. Wyllie

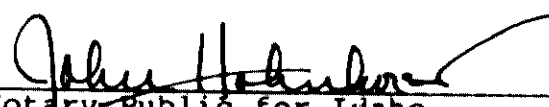
STATE OF IDAHO

County of Twin Falls

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) ss.
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On this 10th day of January, 1985, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared C. G. Wyllie, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed 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 for Idaho
Residing at Twin Falls, Idaho