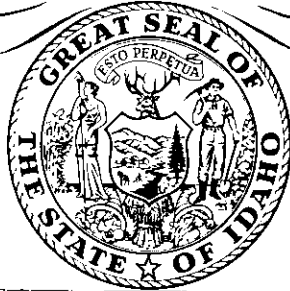


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

ANDERSON INVESTMENT CORPORATION

was filed in the office of the Secretary of State on the Fifth day
of October A.D. One Thousand Nine Hundred Sixty and
duly recorded on Film No. 112 of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Caldwell in the County of Canyon

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this 5th day of October,
A.D., 1960 .

Secretary of State.

ARTICLE VI. INCORPORATION.

1.

ARTICLES OF ASSOCIATION.

1.

The name of the corporation is *Advanta Wholesale Corporation*.

2.

The purposes for which this corporation is formed are:

(a) The general nature of the business of said corporation shall be to buy or otherwise acquire, own, hold, manage and control real and personal property of every description, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease or otherwise dispose of said property or any part thereof, and to lend money with or upon or without security.

(b) To buy, sell, lease, deal in and deal with automobiles and motor vehicles of all descriptions, to include the renting of said automobiles and motor vehicles of all descriptions, and to that end deal in and deal with car dealerships, franchises and agencies and any and all things connected with automobiles and motor vehicles.

(c) To import, export, manufacture, buy and sell at wholesale and retail yards, goods and children's clothing and women's apparel of every kind, nature and description, goods, silks, clothes of all descriptions, and underlies pertaining to the apparel industry.

(d) To manufacture, buy, sell, deal in, and to receive in, export and carry on the business of manufacturing, buying, selling and dealing in, tools, arms and armamentise of every class and description.

(e) To purchase, lease and otherwise acquire, hold, operate, lease, contract, convey and otherwise dispose of real estate or property, both real and personal, both in the state of Idaho and in all other states, territories and dependencies of the United States; to purchase the real estate, business and all other property of any individual, firm or corporation as a going concern and to assume all its debts, contracts and obligations providing said business is authorized by the powers herein conferred.

(f) To lend or advance money or to invest money in any corporation, business, association or individual wherever situated or located, with or without security, as directed or authorized in the charter or the steps in this corporation.

(g) To borrow money in the purchase or acquisition of property, business, rights or franchises or for the addition of the capital in the any other object of or connected with business or affairs and without liability to present or future holders of its notes, bonds, mortgages, the payment of which is an obligation on the issuer and with or without disposition of bonds, warrants, debentures, obligations, contracts and other similar instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, trust or trust or otherwise.

(h) To enter into, make and perform all covenants and contracts of every sort and kind with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or department thereof and without liability to present; to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other evidences or transferable instruments or evidences of indebtedness, whether secured or not and in any manner, so far as may be permitted by the laws of the state of Idaho.

(7) to enforce, maintain and secure the payment and satisfaction of the bonds, coupons, certificates, bills of lading, debentures, scrippings, obligations, evidences of indebtedness and shares of capital stock of other corporations and also to guarantee the payment or satisfaction of the dividends on shares of the capital stock of other corporations as far as not to the extent that the same may be possible by the laws relating to domestic corporations of the state of Idaho.

(8) To purchase in all ways and for any and all letters patent and similar rights granted by the United States or any other country or government, this or any other like, or any other interests therein or any inventions which may be capable of being used for or in connection with any of the subjects or purposes of said corporation, and to own, develop, sell and transmit the same in respect to or other interest in the same and otherwise thus the same to acquire.

(9) To purchase, sell, acquire or otherwise acquire interests in any stocks, bonds, mortgages, debentures, notes, securities and paper, subscription warrants, voting trust certificates and other securities, choses in action, evidences of indebtedness or other obligations of any nature, whether of domestic or foreign corporations or other body politic or of domestic or foreign corporations, associations, firms, syndicates or individuals by purchase, investment, underwriting, by original subscription, participation in syndicates with others or otherwise and irrespective of whether or not said securities are fully paid or subject to further payment, either with a view to investment or for resale or for any other legal and lawful purpose.

(10) To organize or cause to be organized under the laws of the state of Idaho or any other state, District, Territory,

provide or movement, a corporation or corporations for the purpose of accomplishing any or all of the objects for which this corporation is organized, and to dissolve, wind up, liquidate, correct or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, corrected or consolidated.

(c) As to each and all things herein set forth to the same extent and as fully as natural persons might be or could be in the State of Idaho or in any other state, country or place.

(d) In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conferred by the laws of the State of Idaho upon business corporations, it being hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

(e) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

(f) In general, to carry on an other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties, and the performing of all other acts which may be incidental to the proper carrying on of said business.

ART. IV.

The period of existence and duration of the life of this corporation shall be perpetual.

IV

The location and post office address of the registered office of this corporation in the state of Idaho shall be 14141ay hotel, Caldwell, Canyon County, Idaho.

V

This corporation is authorized to issue one class of shares of capital stock, to be designated as common stock.

VI

The total number of the shares of the said common stock which this corporation shall be authorized to issue is five hundred and fifty (250). The amount of par value of the said shares of common stock in this corporation shall be twenty-five thousand dollars (\$25,000.00). The par value of each of the shares of common stock shall be one hundred dollars (\$100.00).

VII

The names and post office addresses of each of the incorporators of this corporation and the number of shares of the said common stock subscribed by each are as follows:

<u>NAME</u>	<u>Post Office Address</u>	<u>Shares</u>
W. G. Anderson	14141ay hotel Caldwell, Idaho	1
Alfred Jerny	1000 Harbor Caldwell, Idaho	1
Raymond Davis	Post Office Box 71 Caldwell, Idaho	1

Each of the persons above named as an incorporator is a natural person over the age of twenty-one years and a citizen of the United States of America.

VIII

The capital stock of this corporation shall be non-assessable and the private property of the shareholders in this corporation and shall not be liable for the debts, obligations and liabilities of this corporation.

The number of the directors of this corporation shall be at least three (3) and such additional number of directors as may be determined from time to time by the by-laws of the corporation.

The board of directors of this corporation shall have the power to suspend and amend the by-laws of this corporation and adopt new by-laws, and power shall not extend to making or altering any by-laws, fixing the qualifications, disqualifications, term of office, or compensation of the board of directors, and this authority shall not be interpreted as taking from the shareholders their power and authority given to them by section 303(2), chapter 30, act of 1917, in addition.

This corporation shall have power to have offices, conduct its business and promote its objects within and without the State of Idaho, in and out states, the District of Columbia, the territories and insular possessions of the United States, and in foreign countries, without restriction as to place or amount; and this corporation shall have the power to hold realties within or without the state of Idaho as may be determined from time to time by its by-laws.

And inasmuch as, for the purpose of forming this corporation under the laws of the state of Idaho, we, the undersigned, as witnesses, the incorporators of this corporation, have executed these articles of incorporation this 4 day of October, 1920.

C. B. Anderson
C. B. Anderson

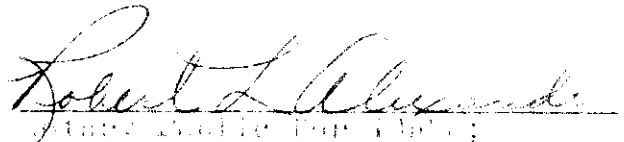
Ethel Perry
Ethel Perry

Wayne E. Davis
Wayne E. Davis

State of Ohio,
County of Cuyahoga.

On this 4 day of October, 1966, before me, Norman B. Anderson, a Notary Public for the State of Ohio, personally appeared J. W. Anderson, of the County of Cuyahoga, Ohio, known to me to be the person whose name is subscribed to the within instrument, and he made known to me that he executed the same, and he further certifies that the said incorporations are such and all bona fide residents of the State of Ohio.

In testimony whereof, I have hereunto set my hand and official seal this day of October, 1966, at the County of Cuyahoga, Ohio.


Notary Public for Ohio;
Comm. No. 123456, Exp. 12-31-72.