

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

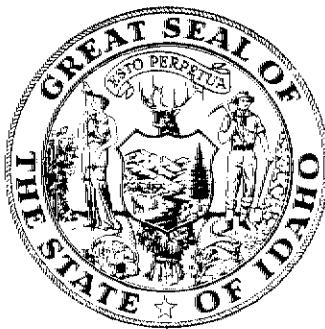
SILVER KEY INSURANCE, INC.

File number C 119264

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, 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: April 25, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally J Clark*

ARTICLES OF INCORPORATION
OF
SILVER KEY INSURANCE, INC.

APR 25 3 30 PM '97
SILVER KEY INSURANCE, INC.
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for this corporation:

I.

The name of this corporation is Silver Key Insurance, Inc.

II.

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

III.

The address of the initial registered office of this corporation is 233 W. State, Eagle, Idaho, 83616. The name of the initial registered agent at such address is Rodney D. Johnson.

IV.

The nature of the business and the object and purpose of this corporation shall be as follows:

1. The provision of general business services including but not limited to general sales and marketing of insurance products; and
2. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

That the total authorized number of par value shares of this corporation shall be Ten Thousand (10,000) shares, each of one cent (\$0.01) par value, which said shares shall be common stock and shall not be subject to assessment.

IDAHO SECRETARY OF STATE
DATE 04/25/1997
0900 86787 2
CK #: 5200 CUST# 75532
CORP 10 100.00= 100.00
EXPEDITE C 10 20.00= 20.00

VI.

The name and address of each incorporator is as follows:

Name	Address
William J. Batt	U.S. Bank Plaza, Suite 1701 101 S. Capitol Boulevard Boise, Idaho 83701

VII.

The first Board of Directors shall consist of one (1) director, but during such director's term of office, or thereafter, the number of directors may be changed from time to time as may be provided by the Bylaws.

The following person is named director of the corporation to serve until such director's successor(s) is elected and qualified:

Name	Address
Rodney D. Johnson	233 W. State Eagle, Idaho 83616

VII.

All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the State of Idaho.

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation this 25th day of April, 1997.



William J. Batt, Incorporator

Silver Key, Inc.
233 W. State
Eagle, Idaho 83616

APR 25 3 35 PM '97

STATE
SILVER KEY, INC.

April 18, 1997

Idaho Secretary of State
Statehouse
Boise, Idaho 83720

*Re: Consent to Use of Similar Name -
Silver Key Insurance, Inc.*

Dear Madam or Sir:

Silver Key, Inc., an Idaho corporation in good standing, hereby consents to the use of the name "Silver Key Insurance, Inc." for use as the name of an Idaho corporation to be incorporated as reflected in the attached Articles of Incorporation.

If you have any questions please call me at 939-7111.

Sincerely,



Peggy L. Zurcher
President