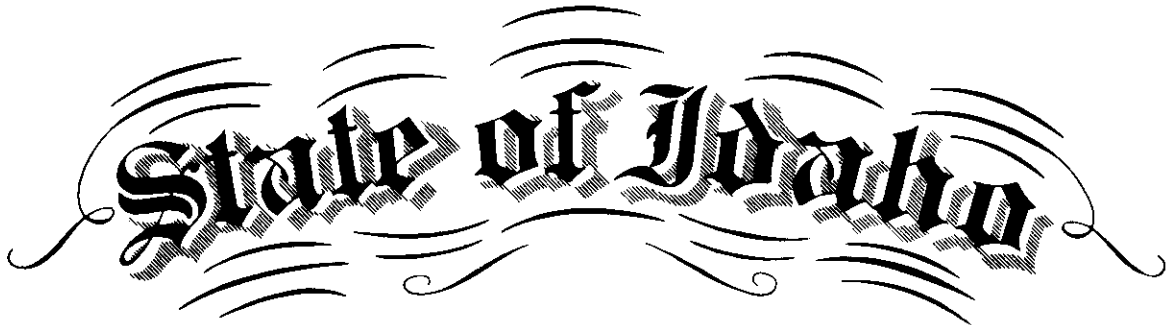




CERTIFICATE OF INCORPORATION
OF

SUN-DRIVE CORPORATION

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: May 15, 1986



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

RECEIVED
ARTICLES OF INCORPORATION
SEC. OF STATE
OF
86 MAY 15 AM 8 49
SUN-DRIVE CORPORATION

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE. **Name.** The name of the corporation is Sun-Drive Corporation.

ARTICLE TWO. **Purposes.** The purposes of the corporation are To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed in trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise, and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of

any person, firm, association or corporation, paying for the same in cash, stock, or obligation of this corporation; and to draw, make, accept, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount. And to engage in any lawful business for which corporation may be organized under the Idaho Business Corporation Act.

ARTICLE THREE Duration. The period of duration of the corporation is perpetual.

ARTICLE FOUR Registered Office and Registered Agent.

The address of the corporation's initial registered office in the State of Idaho is 555 9th Street, City of Idaho Falls, County of Bonneville, 83401. The name of the corporation's initial registered agent at such address is Melba Buttar.

ARTICLE FIVE Stock. The total authorized number of par value shares of stock is 1,000. The aggregate par value of the total authorized number of par value shares is One Thousand Dollars (\$1,000.00).

ARTICLE SIX Restriction of Transfer of Shares. In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and he will be at liberty to sell to anyone else.

ARTICLE SEVEN **Directors.** The number of directors constituting the initial board of directors is 2 and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME	ADDRESS
Ms. Melba Buttars	555 9th Street Idaho Falls, Idaho 83401
Mr. Jay F. Bates	119 N. State Street Professional Plaza Rigby, Idaho 83442

ARTICLE EIGHT **Incorporator.** The name and address of each incorporator are:

NAME	ADDRESS
Ms. Melba Buttars	555 9th Street Idaho Falls, Idaho 83401
Mr. Jay F. Bates	119 N. State Street Professional Plaza Rigby, Idaho 83442

Executed in duplicate on May 15, 1986.


Melba Butters


Jay A. Bates