

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

GLOBAL TRAVEL OF NORTHERN IDAHO, INC.

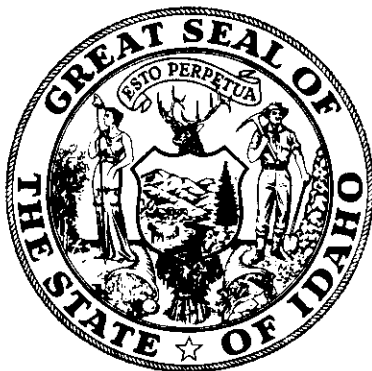
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

GLOBAL TRAVEL OF NORTHERN IDAHO, 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 May 22, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION

of

SECRETARY OF
STATE

GLOBAL TRAVEL OF NORTHERN IDAHO, INC.

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

I.

The name of the corporation is GLOBAL TRAVEL OF NORTHERN IDAHO, INC.

II.

The corporation is to have perpetual existence.

III.

The corporation is organized for the purpose of:

a. To engage in the business of a travel service and agency;

b. To engage generally in the business of dispensing travel information and act as a travel agent for transportation companies local and foreign; to engage in the preparation of travel itineraries, including hotel accommodations, sightseeing and, in general, to engage in the business of all forms and types of travel service;

c. To engage in any business related or unrelated to those described in clauses a. and b. hereof as may be from time to time authorized or approved by the Board of Directors of this corporation, and to engage in any activities and do all things as are incidental to or conducive to the attainment of any of the objects and purposes set forth in this paragraph;

d. To be a promoter, partner, member, associate or manager of other business enterprises or ventures and to enter into any lawful arrangements for sharing profits and losses in any transaction or transactions, and

e. For the purpose of transacting any lawful business or activity for which corporations may be incorporated under the laws of the State of Idaho as they may now exist or hereafter be enacted.

IV.

The authorized capital of the corporation consists of a single class of stock. The total number of authorized shares is 25,000 with a par value of \$1.00 and an aggregate par value of \$25,000.

V.

The holders of shares of stock in this corporation are not entitled to pre-emptive rights to purchase additional shares of stock.

VI.

The address of the initial registered office of the corporation is 301 D Street, Lewiston, Idaho, 83501.

VII.

The name of the initial registered agent of the corporation at the corporate address is R. John Taylor.

VIII.

The initial board of directors shall consist of three members, 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 qualify are:

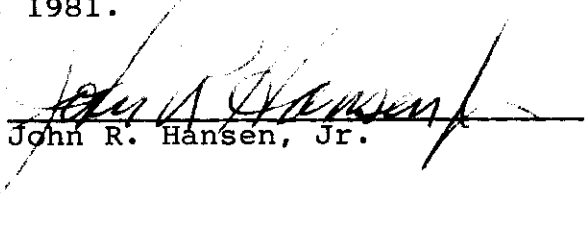
<u>Name</u>	<u>Address</u>
Reed J. Taylor	4080 Old Lapwai Road Lewiston, Idaho 83501
R. John Taylor	614 6th Avenue Lewiston, Idaho 83501
Mary K. Frost	916 11th Avenue Lewiston, Idaho 83501

IX.

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
John R. Hansen, Jr.	1510 Warm Springs Avenue Boise, Idaho 83702

IN WITNESS WHEREOF, the undersigned has executed this document this 21st day of May, 1981.




John R. Hansen, Jr.

State of Idaho)
)
County of Ada) ss

On this 21st day of May, 1981, before me, a Notary Public in and for the State of Idaho, personally appeared JOHN R. HANSEN, JR., known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation and executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal.



Notary Public
Residing at Boise, Idaho