

CERTIFICATE OF WITHDRAWAL OF
THE SUN VALLEY RESORT CORPORATION
FROM INTRASTATE BUSINESS IN THE STATE OF IDAHO

In accordance with the provisions of Chapter 133 of the Session Laws of 1937 of the State of Idaho, and by authority of THE SUN VALLEY RESORT CORPORATION, a corporation organized and existing under the laws of the State of Delaware, the undersigned, being the Vice-President and Secretary of said corporation, do hereby certify and declare as follows:

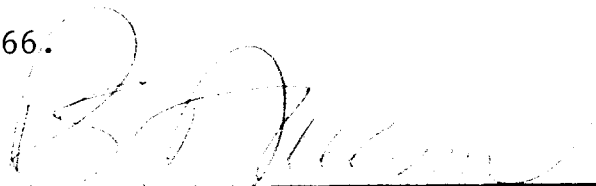
1. That said corporation hereby surrenders its authority to transact intra-state business in the State of Idaho;

2. That said corporation hereby consents that process against it in any action upon any liability or obligation incurred within the State of Idaho prior to the filing of this certificate of withdrawal in the office of the Secretary of State of said State may be served upon said Secretary of State;

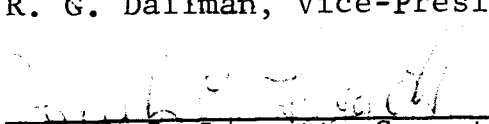
3. That the Secretary of State of the State of Idaho may mail a copy of any process against said corporation that may be served upon him to Brian Corbell, whose post-office address is 10889 Wilshire Boulevard, Fifteenth Floor, Los Angeles, California 90024.

IN WITNESS WHEREOF we have subscribed our names and caused the seal of said corporation to be affixed hereto, this 27th day of December, 1966.

(CORPORATE SEAL)



R. G. Dallman, Vice-President

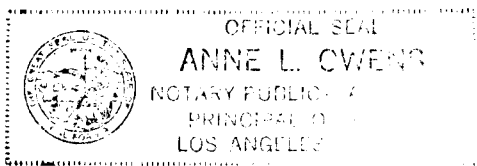


Joseph G. Leggett, Secretary

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES) ss.

On this 27th day of December, in the year 1966,
before me Anne L. Owens, a Notary Public
personally appeared R. G. DALLMAN, Vice-President, and
JOSEPH G. LEGGETT, Secretary, known to me to be the persons
whose names are subscribed to the within instrument, and
acknowledged that they executed the same as Vice-President
and Secretary, respectively, of the corporation named therein.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, the day and year in this
certificate first above written.



Anne L. Owens
NOTARY PUBLIC
in and for said County and State

ANNE L. OWENS
My Commission Expires June 6, 1967