



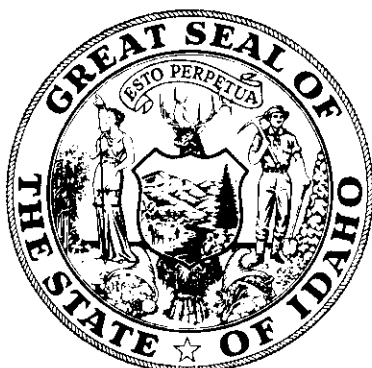
CERTIFICATE OF AUTHORITY  
OF

NATIONAL PACIFIC MANAGEMENT COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NATIONAL PACIFIC MANAGEMENT COMPANY for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to NATIONAL PACIFIC MANAGEMENT COMPANY to transact business in this State under the name NATIONAL PACIFIC MANAGEMENT COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated May 11, 19 81



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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APPLICATION FOR CERTIFICATE OF AUTHORITY

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To the Secretary of State of Idaho. **SECRETARY OF  
STATE**

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is National Pacific Management Company.

2. The name which it shall be used in Idaho is National Pacific Management Company.

3. It is incorporated under the laws of California.

4. The date of its incorporation is February 13, 1980 and the period of its duration is perpetual.

5. The address of its principal office in the State or country under the laws of which it is incorporated is 1528 Chapala Street, P.O. Box 3497, Santa Barbara, California, 93105.

6. The address of its proposed registered office in Idaho is 733 North 7th, Boise, Ada County, Idaho, 83701, and the name of its proposed registered agent in Idaho at that address is Paul L. Westberg.

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: to engage in all lawful business activity.

8. The names and respective addresses of its directors and officer are:

Name	Office	Address
Jerry D. Smith	President	1528 Chapala Street Santa Barbara, CA 93105
Toni Smith	Vice President Secretary	1528 Chapala Street Santa Barbara, CA 93105
Carl C. Cummins	Director	172 Highland Drive San Luis Obispo, CA 93401

Robert Smith	Director	37 The Point Coronado, CA. 93118
Gary Goodwin	Director	252 Altair Lompoc, CA. 93436
Marvin Snyder	Director	3546 Marvin Street Santa Maria, CA. 93454
John Stuart	Director	1773 Alrita San Luis Obispo, CA. 93401

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
100,000	Common Stock	\$1.00

10. The aggregate number of issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
100,000	Common Stock	\$1.00

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

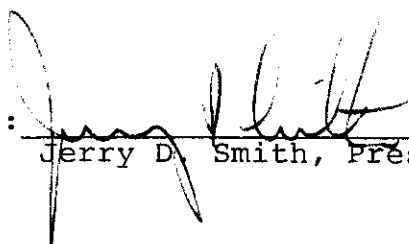
12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.


DATED this 8 day of May, 1981.

NATIONAL PACIFIC MANAGEMENT COMPANY

(SEAL)

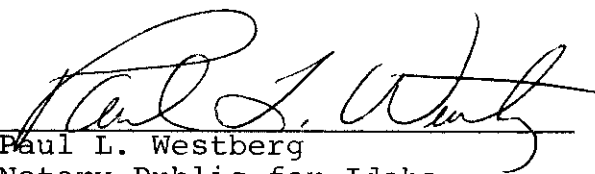
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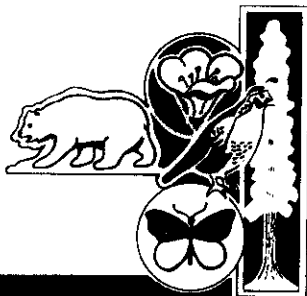
By:   
Jerry D. Smith, President

  
Toni Smith, Secretary

STATE OF IDAHO     )  
                              ) ss.  
County of Ada        )

I, Paul L. Westberg, a notary public, do hereby certify that on this 8th day of May, 1981, personally appeared before me Jerry D. Smith and Toni Smith, who being by me first duly sworn, declared that they are the President and Secretary, respectively, of National Pacific Management Company, that they signed the foregoing document as President and Secretary of the corporation and that the statements therein contained are true.

  
\_\_\_\_\_  
Paul L. Westberg  
Notary Public for Idaho  
Residing at Star, Idaho



State  
of  
California

OFFICE OF THE SECRETARY OF STATE

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SECRETARY OF  
STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

FEB 14 1980



*March Fong Eu*

Secretary of State

951922

ARTICLES OF INCORPORATION  
OF

NATIONAL PACIFIC MANAGEMENT COMPANY

ENDORSED  
FILED

in the office of the Secretary of State  
of the State of California

FEB 13 1980

MARCH FONG EU, Secretary of State

By BILL HOLDEN

Deputy

1. Name. The name of the corporation is:

NATIONAL PACIFIC MANAGEMENT COMPANY

2. Purpose. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

3. Initial Agent. The name (and if an individual, the address in the State of California) of this corporation's initial agent for service of process is:

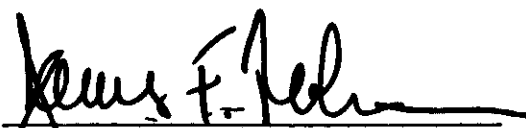
James F. Robinson, Esq.  
c/o Augustine & Robinson  
A Professional Corporation  
111 Elm Street, Suite 400  
San Diego, California 92101

4. Authorized Shares. This corporation is authorized to issue only one class of shares and the total number of shares which this corporation is authorized to issue is:

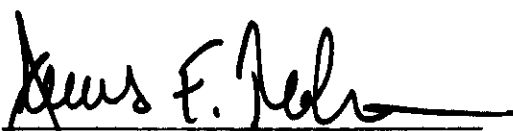
ONE HUNDRED THOUSAND (100,000)

The par value of each share shall be One Dollar (\$1.00).

Dated: January 23, 1980  
San Diego, California

  
James F. Robinson  
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation and that such instrument is my act and deed.

  
James F. Robinson  
Incorporator