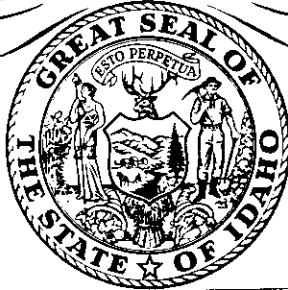


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

WESTBANK LEASING CORPORATION

was filed in the office of the Secretary of State on the **Sixth** day of **June** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **124** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Idaho Falls

in the County of

Bonneville.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **6th** day of **June**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
WESTBANK LEASING CORPORATION

* * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age and are citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I

That the name of this corporation shall be
WESTBANK LEASING CORPORATION

II

That the purposes for which this corporation is formed are:

1. To engage in the business of conducting and operating motels, hotels, restaurants, cafes, taverns and any other business which can be conveniently carried on in connection therewith.
2. To purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in, lands and leaseholds, and any interests, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.
3. To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.
4. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the valuation of its property.

III

Subject to the dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV

That the principal place of business, registered office and the location and postoffice address of the registered office of said corpora-

tion shall be Idaho Falls, County of Bonneville, State of Idaho.

V

That the total authorized capital stock of said corporation shall be TWENTY-FIVE THOUSAND AND NO/100 (\$25,000.00) DOLLARS, divided into Two Hundred Fifty (250) shares of the par value of ONE HUNDRED AND NO/100 (\$100.00) DOLLARS each, and all of said capital stock shall be common stock, and shall be non-assessable.

VI

The number of directors of said corporation shall be three (3), to be elected annually.

VII

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purpose.

VIII

The following are the names and postoffice addresses of the incorporators, together with the number and kind of shares which are subscribed by each:

<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
Ferris H. Clark	Westbank Motel, Idaho Falls, Idaho	One
Ethel S. Clark	" " " " "	One
C. E. Springer	Boise, Idaho	One

IN WITNESS WHEREOF, we have hereunto set our hands and seals this
23rd day of May, 1963.

Ferris H. Clark (SEAL)
C. E. Springer (SEAL)
Ethel S. Clark (SEAL)

STATE OF IDAHO)
) :ss
County of Bonneville)

On this 23rd day of May, before me,
the undersigned Notary Public in and for said State, personally appeared
FERRIS H. CLARK and ETHEL S. CLARK, known to me to be the persons whose
names are subscribed to the within and foregoing instrument, and acknow-
ledged to me that they executed the same.

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

John A. Brown

Notary Public for State of Idaho
Residing at Idaho Falls, Idaho

STATE OF Idaho)
) :ss
County of Ada)

On this 27 day of May, 1963, before me,
the undersigned Notary Public in and for said State, personally appeared
C. E. SPRINGER, known to me to be the person whose name is subscribed to
the within and foregoing instrument, and acknowledged to me that he exe-
cuted the same.

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

Brent Stacey
Notary Public for State of _____
Residing at _____

Notary Public for Idaho
Residing in the State of Idaho
My Commission expires Aug. 1, 1963