

CERTIFICATE OF INCORPORATION
OF

LEASING ENTERPRISES, INC.

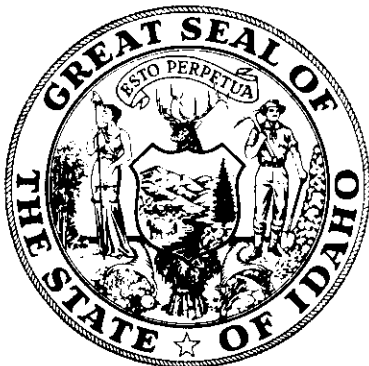
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

LEASING ENTERPRISES, 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: October 8, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

Penny Gursaa

601 9 5-10-1954

ARTICLES OF INCORPORATION

OF

LEASING ENTERPRISES, INC.

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

FIRST: The name of the corporation is
LEASING ENTERPRISES, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

The sale, rental and leasing of personal property of all kinds and description.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) common shares with par value of one Dollar (\$1.00) per share.

FIFTH: Provisions denying preemptive rights are:

No stockholder of this corporation shall by reason of his holding shares of any class have any pre-emptive or preferential right to purchase or subscribe to any shares of this corporation, now or hereafter to be authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities, would adversely affect the dividend or voting rights of such stockholder, other than such rights, if any, as the board of directors, in its discretion from time to time may grant, and at such price as the board of directors in its discretion may fix; and the board of directors may issue shares of any class of this corporation, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, without offering any such shares of any class, either in whole or in part, to the existing stockholders of any class.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None

SEVENTH: The address of the initial registered office of the corporation is 300 North 6th Street, Boise, Idaho 83701. and the name of its initial registered agent at such address is C T CORPORATION SYTEM.


EIGHTH: The number of directors constituting the initial board of directors of the corporation is three (3), 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 shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Richard Colburn	P. O. Box 17387 17871 Mitchell Drive Irvine, CA 92714
Ira G. Mendelsohn	P.O. Box 17387 17871 Mitchell Drive Irvine, CA 92714
Bernd Schulte	P.O. Box 17387 17871 Mitchell Drive Irvine, CA 92714

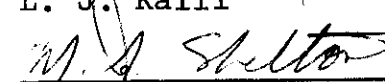
NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
L. J. Kalil	700 S. Flower St., Suite 1010 Los Angeles, California 90017
M. A. Shelton	700 S. Flower St., Suite 1010 Los Angeles, California 90017
D. A. Tiu	700 S. Flower St., Suite 1010 Los Angeles, California 90017

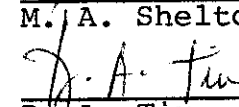
Dated October 6, 1981.



L. J. Kalil



M. A. Shelton



D. A. Tiu

Incorporators