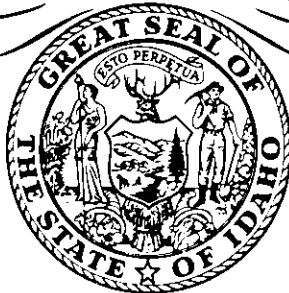


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

PHILLIPS ENTERPRISES, INC.

was filed in the office of the Secretary of State on the **twenty-first** day of **April** A.D., One Thousand Nine Hundred **seventy-two** and **will be** /duly recorded on ~~film~~ **microfilm** 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 **Boise, Idaho** in the County of **Ada**

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 **21st** day of **April**, A.D., 19 **72**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
PHILLIPS ENTERPRISES, INC.

KNOW ALL MEN BY THESE PRESENTS that we, Jerry D. Phillips, Richard M. Phillips, and Berne K. Jensen, whose names are hereunto subscribed, do hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho and we do hereby certify that:

Section 1. The name of the proposed corporation is Phillips Enterprises, Inc.

Section 2. The purposes of the corporation are:

- a. To engage in and carry on a general business corporation.
- b. To carry on a general business for the sale of mobile home lots in mobile home parks or subdivisions. To acquire by purchase, lease, or otherwise lands or interest in lands, to own, hold, improve, and develop and manage any land so acquired for the purpose of selling, renting, leasing or letting such lands, whether improved or otherwise for the placement of mobile homes or modular structures.
- c. To carry on a general business for the sale of mobile homes, modular units and otherwise deal with all kinds of mobile and modular structures, both retail and wholesale, both new and used, and to perform all repairs and services in connection with such a business.
- d. To carry on a general trading business and sell, lease, handle, stock, warehouse, ship, traffic in, and otherwise deal in and with all kinds of goods, wares, merchandise and property, both at retail and wholesale, and as a broker, factor and as agent for others.
- e. To engage in and conduct any other business, pursuit, occupation or enterprise authorized or permitted by law.
- f. To purchase or otherwise acquire, lease, contract for, own and hold in whole and in part, the business good will, rights,

franchises, privileges and property of every kind or any person, firm, partnership, association or corporation engaged in or authorized to conduct any business or pursuit similar to any business authorized to be conducted by this corporation or owning property necessary or suitable for its purposes; to pay for the same in cash or in the stock or bonds of this corporation or otherwise and to hold or in any manner dispose of the whole or any part of the business or property so acquired and to assume in whole or in part the liabilities and obligations of any such person, firm, partnership, association or corporation and to exercise all the powers necessary, convenient or incidental to the conduct of such business.

g. To purchase or otherwise acquire and own the corporate common and preferred stock and bonds of any other corporation, and also to purchase and acquire its own stock insofar as not contrary to the laws of the State of Idaho.

h. To enter into any kind of contract or agreement or cooperative or profit sharing plan with its officers or employees that the corporation may deem advantageous or expedient and to reward or pay such persons for their services.

i. To lend money with or without security, negotiate and make loans, incur indebtedness, borrow money, issue bonds, debentures, notes and other obligations of the corporation and mortgage, pledge, hypothecate and convey in trust, any or all of its property to secure the payment thereof; discount and negotiate promissory notes, drafts, bills of exchange and other evidences of indebtedness; and enter into, make, perform and carry out contracts of every kind and for every lawful purpose without limit as to amount.

j. To purchase or otherwise acquire own, possess, hold, lease, sell, convey, exchange, assign, transfer, mortgage, pledge or otherwise

hypothecate or dispose of, invest in, trade in, and deal in and with personal property of every class, kind and description; to purchase or otherwise acquire, own, hold, lease, occupy, seal, sell, exchange, convey, assign, transfer, mortgage, or otherwise dispose of and invest in, trade in, improve and deal in and with real property and any and all interest therein and construct, repair and maintain improvements on real property; and to purchase, acquire, own, hold, invest in, sell and deal in shares of stock, bonds and obligations of public and private corporations; to acquire, purchase, hold and contract for its own stock and hold the same as treasury stock and sell, convey, assign and contract to sell the same to its employees, officers and others; to do any and all such other acts, things, business or businesses in any manner connected with or necessary incidental, convenient or auxiliary to any of the objects hereinbefore or hereinafter enumerated, or calculated, directly or indirectly, to promote the interest of the corporation; and in carrying on its purposes, or for the purpose of attaining or furthering any of its business, to do any and all acts or things and to exercise any and all other powers which a co-partner or natural person could do or exercise, and which now or hereafter may be authorized by law.

k. In addition to the foregoing powers, also to have all authority, powers and rights granted by the laws of the State of Idaho, and particularly Section 30-114, Idaho Code and any amendments thereof.

Section 3. The duration of the corporation shall be perpetual.

Section 4. The location and post office of the registered office of the corporation in the State of Idaho is 4774 Chinden Blvd., City of Boise, County of Ada.

Section 5. The number of directors of this corporation shall be not less than three (3) in number.

Section 6. The capital stock of this corporation is one hundred (100) shares of no par value; said stock shall be non-assessable.

Section 7. The name and post office address of each of the incorporators and the number and class of shares for which each subscribes is:

INCORPORATOR	ADDRESS	SHARES SUBSCRIBED
Jerry D. Phillips	Box 581 Nampa, Idaho	1
Richard M. Phillips	424 West Cherry Lane Space #2 Meridian, Idaho	1
Berne K. Jensen	2101 Norcrest Drive Boise, Idaho	1

all full-age citizens of the State of Idaho.

IN WITNESS WHEREOF we have hereunto set our hands and seals
of this 20th day of April, 1972.

Jerry D. Phillips
Richard M. Phillips
Berne K. Jensen

STATE OF IDAHO)
) ss
County of Ada)

BE IT REMEMBERED that on this 20th day of April, 1972, before me, the undersigned, a Notary Public in and for said County and State, personally appeared the within named Jerry D. Phillips, Richard M. Phillips, and Berne K. Jensen, known to me to be the identical individuals described in and who executed the within instrument, and acknowledged to me that they executed the same freely and voluntarily and for the purposes mentioned therein.

IN TESTIMONY WHEREOF I have hereunto set my hand and seal this
the day and year last above written.

[Signature]
NOTARY PUBLIC
Boise, Idaho