

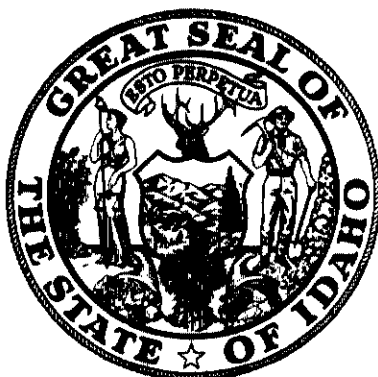
**CERTIFICATE OF INCORPORATION
OF**

HESSING LEASING & SALES, 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 the above named corporation, 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: March 16, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Eugene M. Sabala*

ARTICLES OF INCORPORATION
OF
HESSING LEASING & SALES, INC.

MAR 16 10 27 AM '90
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, refiles the following Articles of Incorporation for such corporation, aka Hessing Leasing, Inc.:

FIRST: The name of the corporation is HESSING LEASING & SALES, INC..

SECOND: The period of its duration is perpetual.

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

- (1) the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act;
- (2) the purchasing for lease and resale or selling of new and/or used automobiles.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue, at this time, is 1000 shares of common stock, par value of \$1.00 each.

FIFTH: Provisions denying preemptive rights are those stated in Section 30-1-26, Idaho Code.

SIXTH: Any provision, not inconsistent with law, may be adopted for the internal regulation of the internal affairs of the corporation.

SEVENTH: The address of the initial registered office of the corporation is 422 Auto Drive, Boise, Idaho, and the name of its initial registered agent at such address is James B. Hessing.

EIGHTH: The number of officers constituting the initial board of directors of the corporation is two (2) and the names and addresses of those persons who are to serve as President and Secretary until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

NAME ----	OFFICE -----	ADDRESS -----
James B. Hessing	President	1000 Greenwood Circle Boise, Idaho 83706
Daniel L. Anderson	Secretary	1248 N. Main Street Centerville, Utah 84014

NINTH: The name and address of the incorporator is:

James B. Hessing
1000 Greenwood Circle
Boise, Idaho
83706

DATED: March 14, 1990.


James B. Hessing
Incorporator