



CERTIFICATE OF INCORPORATION
OF

SUN COUNTRY MANAGEMENT, INC.

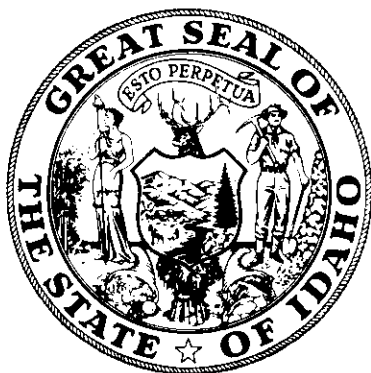
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

SUN COUNTRY MANAGEMENT, 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: September 17, 1984.



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
SUN COUNTRY MANAGEMENT, INC.

The undersigned, acting as incorporators under the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

NAME

The name of the corporation is SUN COUNTRY MANAGEMENT, INC.

DURATION

The period of its duration shall be perpetual.

PURPOSES

The purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

STOCK

The Corporation shall have the authority to issue one thousand (1,000) shares of capital stock, all of one (1) class, with each share having a par value of ONE and 00/100 DOLLAR (\$1.00).

REGISTERED OFFICE

The address of the initial registered office of the corporation is 128 W. Bullion, Hailey, Idaho.

DIVISION OF STOCK

In consideration of the contribution by the incorporators heretofore made and hereafter expected to be made, the incorporators agree that the authorized stock of the corporation, issued upon incorporation, shall be apportioned among the incorporators as follows:

Larry Sowersby	250 shares
Marguerite Sowersby	250 shares
Terrie Davis	250 shares
Sam Davis	250 shares

REGISTERED AGENT

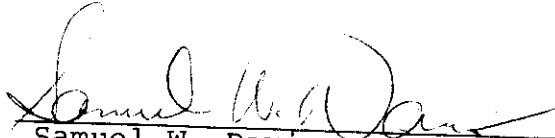
The name of the initial registered agent of the corporation, at the above address, is Samuel W. Davis.

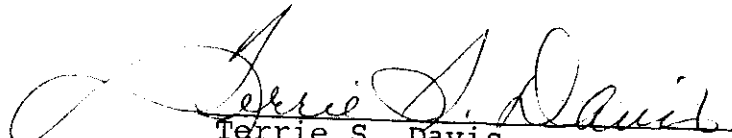
INITIAL DIRECTORS

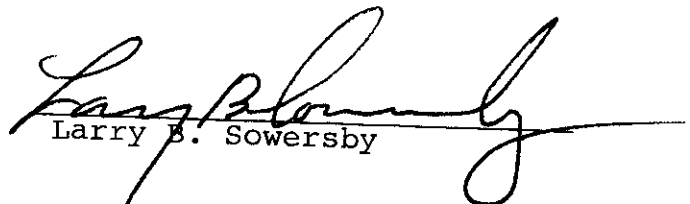
The number of initial directors constituting the initial Board of Directors shall be four (4) and their names and addresses are:

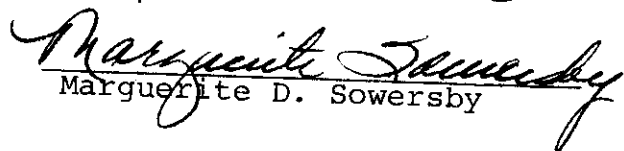
Samuel W. Davis	128 W. Bullion, Hailey, ID MAIL: P.O.Box 1134, Hailey, ID
Terrie S. Davis	128 W. Bullion, Hailey, ID MAIL: P.O.Box 1134, Hailey, ID
Larry B. Sowersby	1305 Bluelake Dr., Hailey, ID MAIL: P.O.Box 293, Hailey, ID
Marguerite D. Sowersby	1305 Bluelake Dr., Hailey, ID MAIL: P.O.Box 293, Hailey, ID

IN WITNESS WHEREOF I have hereunto set my hand
this 13th day of September, 1984.


Samuel W. Davis


Terrie S. Davis



Larry B. Sowersby

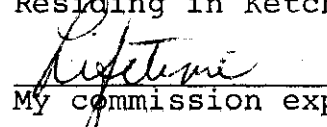

Marguerite D. Sowersby

STATE OF IDAHO)
)
County of Blaine) ss.

On this 3rd day of September, 1984, before me,
the undersigned, a Notary Public in and for the State of
Idaho, personally appeared Samuel W. Davis, Terrie S. Davis,
Larry Sowersby and Marguerite Sowersby the persons whose
names are subscribed to the within and foregoing instrument,
and acknowledged 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 certificated first
above written.



Notary Public
Residing in Ketchum, Idaho


My commission expires: