

Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

FIRSTAMERICA CORPORATION

a corporation duly organized and existing under the laws of **Oregon** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **4th** day of **October**, 19**57**, a properly authenticated copy of its articles of incorporation, and on the **4th** day of **October** 19**57**, a designation of **J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **4th** day of **October**, A.D. 19**57**.

Secretary of State.



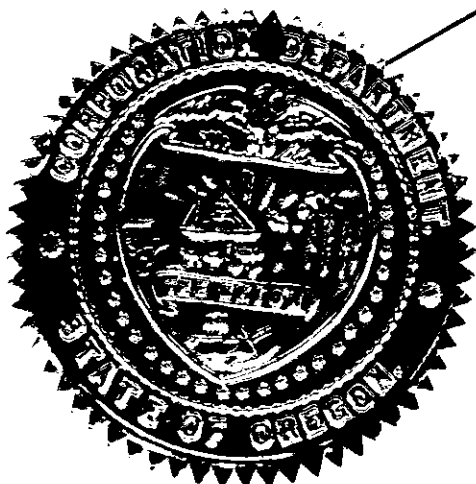
I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of
 _____ **FIRSTAMERICA CORPORATION** _____
 with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that _____ **FIRSTAMERICA CORPORATION** _____
 is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.

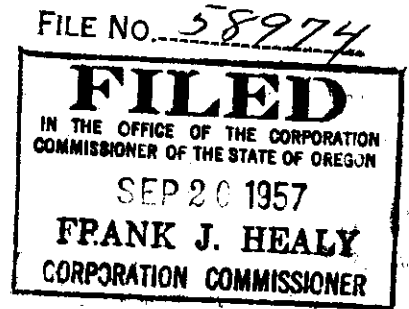
In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this — 24th — day of — September —, 1957 .

Frank J. Healy
 Corporation Commissioner



OREGON

ARTICLES OF INCORPORATION
OF
FIRSTAMERICA CORPORATION



We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Oregon Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is FIRSTAMERICA CORPORATION.

ARTICLE TWO

The period of existence of the corporation shall be perpetual.

ARTICLE THREE

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

To produce, buy or otherwise acquire, own, hold, use, sell, distribute, lease, pledge and otherwise dispose of, and generally deal in and with goods, wares, merchandise and personal property of every class, nature, and description.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is ten (10) of the par value of One Hundred Dollars (\$100.00) each.

ARTICLE FIVE

The address of its initial registered office in the State of Oregon is 800 Pacific Bldg., Portland 4, Oregon and the name of its initial registered agent at such address is C T Corporation System.

ARTICLE SIX

The number of directors of the corporation may be fixed by the by-laws, but shall not be less than three (3).

The number of directors constituting the initial board of directors is three (3), and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>NAMES</u>	<u>ADDRESSES</u>
<u>Eric Sutcliffe</u>	<u>405 Montgomery St., San Francisco, Calif.</u>
<u>Sidney E. Roberts</u>	<u>405 Montgomery St., San Francisco, Calif.</u>
<u>James H. Benney</u>	<u>405 Montgomery St., San Francisco, Calif.</u>

ARTICLE SEVEN

The names and address of the incorporators are:

<u>NAMES</u>	<u>ADDRESSES</u> (Including street and number, if any)
<u>Robert Burns</u>	<u>155 Montgomery St., San Francisco, Calif.</u>
<u>Marilyn Coble</u>	<u>220 Montgomery St., San Francisco, Calif.</u>
<u>Pauline Colla</u>	<u>220 Montgomery St., San Francisco, Calif.</u>

IN WITNESS WHEREOF, we have hereunto set our hands,
this 19th day of September, 1957.

Robert Burns
Marilyn Coble
Pauline Colla

STATE OF CALIFORNIA
CITY AND
COUNTY OF SAN FRANCISCO } SS.

I, Kenneth R. Gregory, a notary public do hereby
certify that on this 19th day of September, 1957, personally
appeared before me, Robert Burns, Marilyn Coble and Pauline
Colla, who each being by me first duly sworn, severally declared
that they are the persons who signed the foregoing document as
incorporators, and that the statements therein contained are
true.

(Notarial Seal)

Kenneth R. Gregory
Notary Public

My Commission expires Feb. 18, 1961.