



**Department of State.**

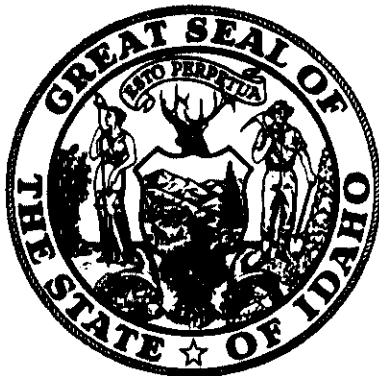
**CERTIFICATE OF INCORPORATION  
OF**

**BILL'S AUTO, 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: April 20, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

ARTICLES OF INCORPORATION

OF

BILL'S AUTO, INC.

RECEIVED  
SEC. OF STATE

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

ARTICLE I

NAME

The name of this corporation shall be BILL'S AUTO, INC.

ARTICLE II

PURPOSE

The purpose(s) for which this corporation is organized are:

(1) The service, repair and overhaul of motor vehicles, the purchase and sale of said vehicles, and other related activities connected with the automobile business.

(2) The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE III

PLACE OF BUSINESS AND AGENT

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as 268 North 3900 East, Rigby, Idaho 83442. The name of the registered agent is William B. Phillips, at that address.

ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

## ARTICLE V

### CAPITAL

The capital shall be evidenced by 10,000 shares having the value of \$10.00 per share. This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code.

Such stock is, and shall remain, nonassessable.

## ARTICLE VI

### NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

## ARTICLE VII

### AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by the shareholders by a two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

## ARTICLE VIII

### CAPITAL STOCK

The amount of capital stock actually subscribed by the persons whose residences are hereinafter set forth appear opposite the names of said persons as follows, to wit:

NAME	ADDRESS	AMOUNT OF STOCK SUBSCRIBED
William B. Phillips	203 Dove Ave. Rigby, Idaho 83442	1 share
Mariam Phillips	203 Dove Ave. Rigby, Idaho 83442	1 share

ARTICLE IX

BOARD OF DIRECTORS

NAME	ADDRESS
William B. Phillips	203 Dove Ave., Rigby, Idaho 83442
Mariam Phillips	203 Dove Ave., Rigby, Idaho 83442

ARTICLE X

INCORPORATORS

The name of the Incorporator(s) is/are:

William B. Phillips and Mariam Phillips.

IN WITNESS WHEREOF, We have hereunto set our hands and seals  
in duplicate originals this 13<sup>th</sup> day of April, 1990.

William B. Phillips

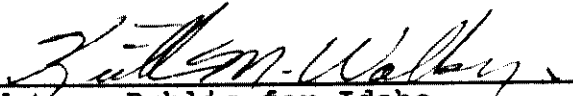
Mariam Phillips

STATE OF IDAHO                     )  
  ) ss  
County of Jefferson               )

On this 13<sup>th</sup> day of April, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM B. PHILLIPS and MARIAM PHILLIPS, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, 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 acknowledgement first  
above written.

(Seal)

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Rigby, Idaho  
My Commission Expires: 7/31/93