

ARTICLES OF INCORPORATION

**FILED**

OF

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GATEWAY SERVICE, INC.

SECRETARY OF STATE  
STATE OF IDAHO

1. Name. The name of the corporation is Gateway Service, Inc.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be 100,000, all of which shall be common voting stock without par value.
3. Registered office and agent. The registered office of the corporation is William L. Fisher and its registered agent at that address is 365 W. Ririe Highway, Ririe, Idaho 83443.
4. Incorporator. The name of the incorporator is William L. Fisher and the incorporator's address is 365 W. Ririe Highway, Ririe, Idaho 83443.
5. Voting Entitlement of Shares. (1) Except as provided in sections (2) and (4) of this Article each outstanding share, regardless of class, is entitled to one (1) vote on each matter voted on at a shareholders meeting. Only shares are entitled to vote.  
  
(2) This corporation is not entitled to vote treasury shares. The shares of this corporation are not entitled to vote if they are owned, directly or indirectly, by a second corporation, domestic or foreign, and this corporation owns, directly or indirectly, a majority of the shares entitled to vote for directors of the second corporation.  
  
(3) Section (2) of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.  
  
(4) Redeemable shares are not entitled to vote after notice of redemption is mailed to the holders and a sum sufficient to redeem the shares has been deposited with a bank, trust company, or other financial institution under an irrevocable obligation to pay the holders the redemption price on surrender of the shares.

6. Initial directors. The names and addresses of the initial directors are:

William L. Fisher  
365 W. Ririe Highway  
Ririe, Idaho 83443

IDAHO SECRETARY OF STATE

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7. Corporate purpose. The purpose for which this corporation is organized is automotive product sales and service and any other lawful business the corporation may conduct.

8. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be 2. The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws, but the number thereof shall never be fewer than two.

Directors need not be residents of the State of Idaho or shareholders of the corporation.

9. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

Date: Jan. 17, 2000

William L. Fisher  
William L. Fisher, incorporator