



CERTIFICATE OF AUTHORITY
OF
ATLAS AUTOMATIC TRANSMISSIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ATLAS AUTOMATIC TRANSMISSIONS, INC.

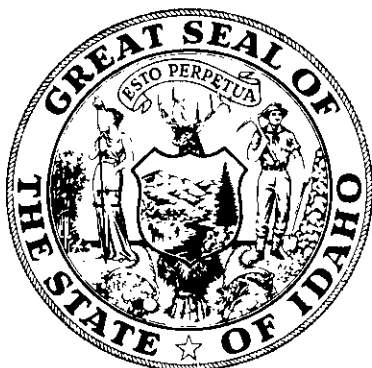
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ATLAS AUTOMATIC TRANSMISSIONS, INC.

to transact business in this State under the name ATLAS AUTOMATIC TRANSMISSIONS, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 1, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is ATLAS AUTOMATIC TRANSMISSIONS, INC.
2. *The name which it shall use in Idaho is ATLAS AUTOMATIC TRANSMISSIONS, INC.
3. It is incorporated under the laws of Texas
4. The date of its incorporation is September 30, 1974 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 10615 Perrin-Beitel, San Antonio, TX 78217
6. The address to which correspondence should be addressed, if different from that in item 5
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Sale, repair, installation and exchange of automotive automatic transmissions.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Harold Rinn</u>	<u>President & Director</u>	<u>6310 Meadowgrove</u> <u>San Antonio, TX 78239</u>
<u>Della M. Rinn</u>	<u>Secretary & Director</u>	<u>Same as above</u>
<u>Ray Gruetzner</u>	<u>Director</u>	<u>15014 Elm Park</u> <u>San Antonio, TX 78247</u>

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>10,000</u>	<u>common</u>	<u>\$5.00</u>

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
10,000	common	\$5.00

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated OCTOBER 15, 19 85

ATLAS AUTOMATIC TRANSMISSIONS, INC.

By Harold Rinn
Harold Rinn
Its _____ President

and Della M. Rinn
Della M. Rinn
Its _____ Secretary

STATE OF TEXAS)
COUNTY OF BEXAR) ss:

I, Adolph F. Spitta, a notary public, do hereby certify that on this 15 day of October, 19 85, personally appeared before me Harold Rinn, who being by me first duly sworn, declared that he is the President of ATLAS AUTOMATIC TRANSMISSIONS, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Adolph F. Spitta
Notary Public

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

ADOLPH F. SPITTA
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES 4-10-89



The State of Texas

Secretary of State

IT IS HEREBY CERTIFIED, THAT

ATLAS AUTOMATIC TRANSMISSIONS, INC.

FILED ARTICLES OF INCORPORATION IN THIS OFFICE AND WAS ISSUED
A CERTIFICATE OF INCORPORATION ON SEP. 30, 1974.

THAT SO FAR AS IS SHOWN BY THE RECORDS OF THIS
DEPARTMENT, NO CERTIFICATE OF DISSOLUTION HAS BEEN FILED FOR
SAID CORPORATION, AND IT IS STILL IN EXISTENCE.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO
SIGNED MY NAME AND CAUSED TO BE
IMPRESSED HEREON THE SEAL OF STATE THIS
23RD DAY OF OCTOBER, A.D. 1985.



A handwritten signature in cursive script, appearing to read "M. Daniel".

Secretary of State