

MAY 24 9 05 AM '99

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

AUTO SHOP, INC.

IDAHO SECRETARY OF STATE

05/24/1999 09:00
CK: CRSH CT: 23589 BH: 21924
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C128995

I, the undersigned, being a natural person of full age, and a citizen of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

ARTICLE ONE NAME OF CORPORATION

The name of the corporation is **AUTO SHOP, INC.**

ARTICLE TWO PURPOSE OF INCORPORATION

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the corporation are to do any and all of the things herein mentioned as fully and to the same extent a natural person might or could do in any part of the world as follows:

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

ARTICLE THREE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the corporation shall be **DALE P. THOMSON, ESQ.**, and the initial registered office shall be located at 115 E. Main Street, Rexburg, ID.

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ARTICLE FIVE STOCK

The aggregate number of shares the corporation is authorized to issue shall be 50,000, all of which shall be common voting stock.

ARTICLE SIX BOARD OF DIRECTORS & BY-LAWS

The corporation shall have the power to establish a Board of Directors and adopt appropriate By-Laws. The duties of the Board of Directors and its officers shall be established by the By-Laws of the corporation. The Board of Directors shall have the authority to amend the By-Laws of the corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to sell a significant part of the corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the corporation. Each member of the Board of Directors need not be a shareholder of the corporation.

The original members of the Board of Directors who shall serve until the first regular meeting of the shareholders or until their successors shall qualify are:

Gary R. Hill
9298 South 600 East
Rexburg, ID 83440

Donna M. Hill
9298 South 600 East
Rexburg, ID 83440

ARTICLE SEVEN INCORPORATOR

The name and address of the incorporator is: **DALE P. THOMSON**, 115 East Main Street, Rexburg, ID 83440.

In witness whereof, I have subscribed these Articles of Incorporation in duplicate this 21st day of May, 1999.



Dale P. Thomson
Incorporator