

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF
BIG O TIRES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BIG O TIRES, INC.

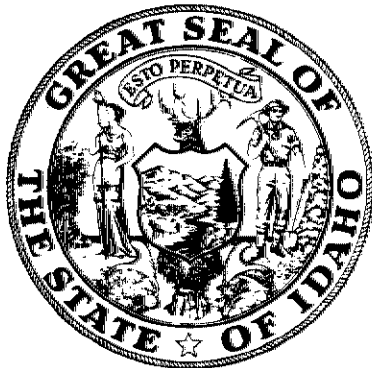
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to BIG O TIRES, INC.

to transact business in this State under the name BIG O TIRES, INC.

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

Dated June 1, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Walter J. Clark

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 Big O Tires, Inc. 12 11 1982 9 14

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is December 30, 1982 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

One East First Street, Reno, Nevada 89501

6. The address to which correspondence should be addressed, if different from that in item 5.

6021 South Syracuse Way, Suite 102, Englewood, Colorado 80111

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:

To engage in any lawful act or activity.

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

Name	Office	Address
<u>See Rider Attached</u>		

(continued on reverse)

OFFICERS AND DIRECTORS OF
BIG O TIRES, INC.

<u>Name</u>	<u>Residence Address</u>	<u>Social Security #</u>
John B. Adams Vice President-Accounting	2925 E. Geddes Place Littleton, CO 80122	500-60-6052
Ronald Asher Director	15 Fleuti Drive Moraga, CA 94556	559-44-9807
Dennis D. Brooks Vice President-Franchise Devel.	3034 East Phillips Drive Littleton, CO 80122	529-62-9845
Steven P. Cloward-Pres., Chief Ex. Off. & Director	7732 S. Glencoe Street Littleton, CO 80122	528-70-1868
Donald J. Horton Director	9138 North 6800 West American Fork, Utah 84003	529-56-5261
Don E. Jones, Ph.D. Director	802 Escalante Drive St. George, Utah 84770	529-22-5413
Bernard C. Kovach-Chairman of the Board & Director	5 Madonia Court Plandome, New York 11030	577-48-3219
Noal E. Long Director	23285 Westwood Drive Grand Terrace, CA 92324	507-14-0575
L. Keith Passey-Regional VP California Nevada Region	190 Auburn Way Vacaville, CA 95688	529-40-2870
Jerry E. Rogers-Regional VP Southwest Region	1651 Paseo Grande Corona, CA 91720	332-34-0191
Johnny R. Skaggs-Regional VP Northwest Region	23321 115 PL., S.E. Kent, Washington 98032	404-76-2229
Clarence P. Snow Director	9385 S. Sneddon Drive Sandy, Utah 84070	529-09-4879
William H. Spencer-Ex. Vice Pres., Chief Fin. Off., Secy. & Treas.	10836 E. Crestline Place Englewood, CO 80111	509-44-5409
James E. Stephenson Director	4033 Vahe Circle Las Vegas, NV 89121	515-12-3213
James P. Stiers Reg. VP-Central Region	2665 S. Xanadu Way Aurora, CO 80111	541-52-3071
William B. Thomas Director	P.O. Box 803 El Dorado, CA 95623	518-16-7210
Thomas Wernholm Director	1933 Joseph Drive Moraga, CA 94556	549-42-6107

Term expires at next meeting tentatively set for June 18, 1987.

STATE OF NEVADA
DEPARTMENT OF STATE

CERTIFICATE OF CORPORATE STATUS

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I, FRANKIE SUE DEL PAPA, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation or suspension of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate,

BIG O TIRES, INC.

is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State as a subsisting corporation.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of the State at my office in
Carson City, Nevada, this.....27TH.....day of
.....MAY....., A.D., 19..87..

Frankie Sue Del Papa
Secretary of State

By *Kenneth Cass*
Deputy

