

**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

***SUN COUNTRY AUTO DEALERS ASSOCIATION, INC.***

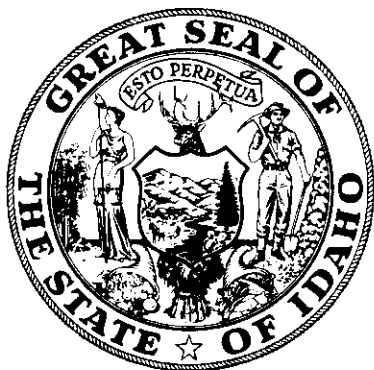
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

***SUN COUNTRY AUTO DEALERS ASSOCIATION, INC.***

duly signed pursuant to the provisions of the Idaho Nonprofit 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 June 14, 1982.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Muriel F. Artach*  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF

JUN 14 9 02 AM '82  
SECRETARY OF STATE

SUN COUNTRY AUTO DEALERS ASSOCIATION, INC.

We, the undersigned, incorporators for the purpose of forming a corporation under and pursuant to Title 30, Chapter 3, of the Idaho Code do hereby certify the following:

I

The name of this corporation shall be:

SUN COUNTRY AUTO DEALERS ASSOCIATION, INC.

II

This corporation is a non-profit corporation.

III

The duration of this corporation shall be perpetual.

IV

This corporation is being formed for the following purposes:  
to improve business conditions in Idaho, Washington, and Oregon with respect to the sales in those areas of passenger cars and automotive equipment handled by members of the corporation, whether new or used; to promote goodwill and acceptance for such cars and automotive equipment; to promote the common business interest of the members of the corporation with respect thereto, by group advertising and other legitimate means and methods deemed desirable; and, to have power and authority to engage in, and to do any lawful act concerning any and all lawful business for which non-profit corporations may be organized under the Idaho Code.

V

The location and post office address of the registered office of this corporation in the State of Idaho shall be 2745 Seltice Way, Coeur d'Alene, Idaho 83814, and its registered agent at that address is Robert Sandau.

VI

The names and post office addresses of the incorporators are:

Robert Sandau  
2745 Seltice Way  
Coeur d'Alene, ID 83814

VII

The names and post office addresses of the first Board of Directors are as follows:

Robert Sandau	Dean Lee
2745 Seltice Way	P.O. Box 2441
Coeur d'Alene, ID 83814	Pasco, WA 99302

whose terms of office shall continue until the first annual meeting of the member shareholders, or until their successors are duly elected and have qualified.

VIII

All or any portion of these Articles of Incorporation may be amended by the affirmative vote of the holders of a majority of the membership entitled to vote.

IX

The management of this corporation shall be vested in a Board of Directors consisting of not less than one or more than five Directors to be elected at the annual meeting of this corporation.

X

The officers of this corporation shall consist of a President, Vice-President, Secretary and Treasurer, and any two of the offices, except those of President and Secretary, may be held by the same person.

IN TESTIMONY WHEREOF, we have hereunto set our hands at the places indicated on the 10th day of June, 1982.

Robert Sandau  
ROBERT SANDAU

STATE OF IDAHO        )  
                              ) ss.  
County of Kootenai )

On this 10th day of June, 1982, before me a Notary Public within and for said County, personally appeared ROBERT SANDAU, known to me to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.

Anne L. Bieleberg  
Notary Public for State of Idaho,  
Residing at Coeur d'Alene, Idaho.