

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

DALE'S AUTO SUPPLY COMPANY

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **December**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Princeton** in the County of **Bannock**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **26th** day of **December**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the business corporation act of Idaho, do hereby certify as follows:

I.

That the name of this corporation shall be:

DALE'S AUTO SUPPLY COMPANY

II.

That the period of existence for this corporation shall be perpetual.

III.

That the location and post office address of the registered office of this corporation in the State of Idaho shall be in the City of Pocatello, County of Bannock, State of Idaho, and more particularly at 440 East Clark Street, Pocatello, Idaho; and that other offices for the transaction of the business of said corporation may be established by the Board of Directors from time to time.

IV.

That the purposes for which said corporation is formed are:

a) To engage in the retail and wholesale sales of auto parts and accessories. To manufacture, purchase, import, or otherwise acquire, sell, rent, repair, take upon storage, exchange, export, and otherwise deal in and dispose of any or all of the following: motors, engines, or other machinery or contrivances for the generation of steam, electricity, gasoline or other forms of power now known or which may be hereafter discovered; automobiles, cars, trucks, carriages, wagons, boats, airplanes and airships, and vehicles of every kind and description for the transportation of passengers or goods; machinery, machine supplies, and engineering appliances, hardware, tools, parts, batteries, self-starters, magnetos, igniters, tires, rims, wagon and carriage bodies and all other accessories, apparatus, and appliances; and fuel, oils, and other materials useful in connection with the ownership, use or enjoyment of any of the above.

b) To carry on and conduct the business of wrecking and salvaging, marketing and selling automotive vehicles, and any other apparatus used as means of transportation on land, sea, and in the air; and to carry on and conduct the business of dealing in government surplus and in the conduct of a business of salvaging any other equipment and personal property, whether automotive or not.

c) To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and

other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

d) To engage in and to own, operate and run, conduct and manage a business engaged in repairing and reconditioning automobiles, automotive and mechanical products and other personal property of any and every sort, character, nature, and description, and to do such other things as are incidental, proper, or necessary to the operation of the business, or to the carrying out of any or all of the purposes. To render services in connection with storage of automobiles and to store the same, and to perform all services necessary and incidental to such storage, including the selling and supplying of gasoline, oil, and other petroleum products, automobile accessories, paint, electrical appliances, and equipment.

e) To acquire, rent, lease, sell, purchase, manage, maintain, and otherwise deal in used parts or any kind or nature, whether automobive, or for apparatus and equipment used on land, sea, and in the air.

f) To purchase and other acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge, or otherwise dispose of, to guarantee, and to invest, trade, and deal in and with personal property of every class and description.

g) To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, or otherwise dispose of, and to invest, trade, and deal in and with real property, and any and all interest therein.

h) To incur indebtedness and to raise, borrow and secure the payment of money in any lawful manner, including the right to mortgage its property and to issue and sell debentures, obligations, negotiable and transferable instruments, and evidence of indebtedness of all kinds, and to secure the same by pledge, mortgage, deed of trust or otherwise; to borrow money of its shareholders, to issue debentures or other negotiable instruments therefor, and authorize the payment of interest thereon.

i) To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in conjunction with other firms, individuals or corporations and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinabove described, or any part or parts thereof, and to promote the objects for which said corporation is formed, and to deal with goods, wares, merchandise and real and personal property of every class and description.

V.

That the total authorized capital stock of said corporation shall be One Hundred Thousand Dollars (\$100,000.00) consisting of and divided into 1,000 shares of capital stock of the par value

VI.

That the amount of capital stock of said corporation which has actually been subscribed is 500 shares of capital stock.

VII.

That the following are the names and post office addresses of the incorporators, together with the number and par value of the shares subscribed by each of said incorporators.

<u>NAMES AND ADDRESSES</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Dale B. Kirkham 440 East Clark Street Pocatello, Idaho	498	\$100.00
Bodell S. Kirkham 440 East Clark Street Pocatello, Idaho	1	\$100.00
Gary Richard Smith 746 South 4th Pocatello, Idaho	1	\$100.00

VIII.

That the number of directors of said corporation shall consist of not less than three nor more than five directors.

IX.

That the power to appeal and amend the By-laws and adopt new By-laws is hereby conferred upon the directors, as well as upon the shareholders, to be exercised by such vote of the directors or of the allotted shares as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-laws.

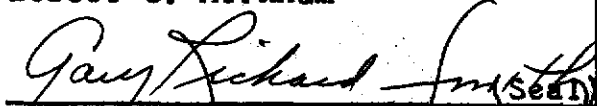
X.

That said corporation shall have the power to purchase, hold, sell and transfer shares of its own capital stock, provided, however, its funds or property shall not be used for the purchase of shares of capital stock issued by it if such use should cause an impairment of its capital; and provided further that the shares of capital stock so purchased shall not be voted at meetings of shareholders of this corporation, and shall be eliminated in determining the presence of a quorum at such meetings.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 19th day of December, 1961.

 (Seal)
Dale B. Kirkham

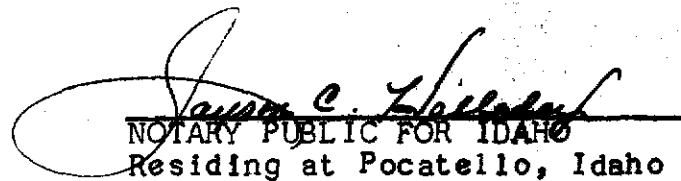
 (Seal)
Bodell S. Kirkham

 (Seal)
Gary Richard Smith

STATE OF IDAHO)
 : ss
COUNTY OF BANNOCK)

On the 19th day of December, 1961, before me, a Notary Public, in and for said County and State, personally appeared Dale B. Kirkham, Bodell S. Kirkham, and Gary Richard Smith, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho

(SEAL)

My commission expires:

April 20, 1963