

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

TAPPER CHEVROLET, INC.

was filed in the office of the Secretary of State on the 23rd day of December A.D., One Thousand Nine Hundred seventy-four and ~~will be~~ ~~recorded on film~~ ~~microfilm~~ 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 **Montpelier, Idaho** in the County of **Bear Lake**

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

ARTICLES OF INCORPORATION
OF
TAPPER CHEVROLET, INC.
* * * * *

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5, do hereby certify as follows:

I.

The name of the corporation is TAPPER CHEVROLET, INC..

II.

The purposes for which said corporation is formed are:

(a) Primarily to engage in the specific business of purchasing, acquiring, owning, leasing, selling, encumbering, and generally dealing in, repairing, renovating and servicing all types of new and used automobiles, trucks, other motor vehicles and mobile homes of all types and kinds, 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 and mobile homes;

(b) Generally, to manufacture, buy or otherwise acquire, own, mortgage, sell, assign, transfer or otherwise dispose of, trade and deal in and with goods, wares and merchandise, and articles of commerce of every kind and description;

(c) To engage in any business related or unrelated to those described in clauses (a) and (b) of this ARTICLE II, and from time to time

III.

This corporation shall have the power, authority and capacity as follows:

(a) It shall have the capacity to act possessed by natural persons, but shall have the authority to perform only such acts as are necessary or proper to accomplish its purposes, and which are not repugnant to law;

(b) Without limiting or enlarging the grant of authority contained in subdivision 1, Section 30-114, Idaho Code, it is hereby provided that such corporation shall have authority:

(1) To have succession by its corporate name for the time stated in its Articles of Incorporation, and when no period is limited, perpetually;

(2) To sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;

(3) To have and use a corporate seal which may be altered at pleasure;

(4) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property, to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

(5) To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation.

(6) To make by-laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

(7) To issue shares and admit shareholders.

(8) To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation.

(9) To conduct business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries and to have one or more offices and places of business out of this state, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property situate out of this state, provided such powers are included within the objects set forth in its Articles of Incorporation.

(10) To do all acts as are necessary and expedient to accomplish its stated purposes.

IV.

The corporation is to have perpetual existence.

V.

The location and post office address of the registered office of the corporation is Montpelier, Bear Lake County, Idaho.

VI.

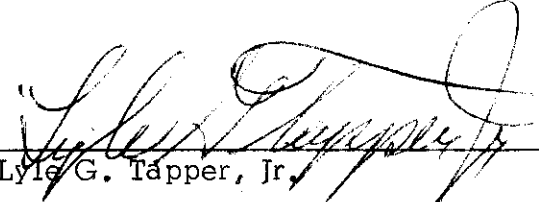
The total authorized number of shares of capital stock which the corporation shall have authority to issue is one thousand (1000) all of which are to be without par value. Any non-issued shares herein authorized may be issued from time to time by the corporation in such manner, amounts and proportions

VIII.

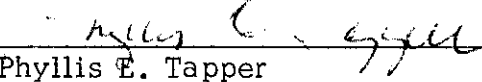
The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

| | | |
|---------------------|---------------------------|---------|
| Lyle G. Tapper, Jr. | Montpelier, Idaho | 1 Share |
| Phyllis E. Tapper | Montpelier, Idaho | 1 Share |
| Barbara Fuger | Box 610, Pocatello, Idaho | 1 Share |

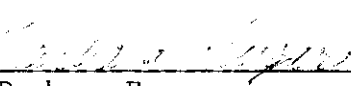
IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 20th day of December, 1970.



Lyle G. Tapper, Jr.



Phyllis E. Tapper




Barbara Fuger

STATE OF IDAHO)
)ss
COUNTY OF BEAR LAKE)

On this 20th day of December, 1970, before me, the undersigned notary public, personally appeared LYLE G. TAPPER, JR., PHYLLIS E. TAPPER and BARBARA FUGER, 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