

# 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

OROFINO BODY SHOP, INC.

was filed in the office of the Secretary of State on the **nineteenth** day of **January** A.D., One Thousand Nine Hundred **seventy-seven** and ~~will be microfilmed~~ on Film No. 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

**Orofino**

in the County of

**Clearwater**

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 **19th** day of **January**, A.D., 19 **77**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION  
OF  
OROFINO BODY SHOP, INC.

KNOW ALL PERSONS BY THESE PRESENTS:

That we, the undersigned, being citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify and set forth Articles of Incorporation as follows:

ARTICLE 1.

NAME

That the name of this corporation is and shall be:  
OROFINO BODY SHOP, INC.

ARTICLE II.

PURPOSES

That the purposes for which the said Corporation is organized and formed are as follows, to-wit:

A. To own, lease, operate and manage body shops for motor vehicles; to repair, renovate, remodel and restore motor vehicles of all kinds; to manufacture, buy, sell, rent, store, prepare and care for motor vehicles of all kinds, their parts, appurtenances, accessories, supplies, tools, equipment and all other personal property of every kind and description; to make loans secured by motor vehicles, their parts, appurtenances, supplies and accessories, and to deal in such securities; to own, operate and manage parking places and repair shops for motor vehicles; and to do any or all things necessary or incident to the business of the corporation.

B. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real or personal property; to

dispose of, sell, lease, assign, transfer, mortgage and/or convey any right, privilege, franchise, real or personal property of the Corporation; and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, debentures and securities and other evidences of indebtedness of other corporations, domestic or foreign.

C. To manufacture, buy or otherwise acquire and/or lease, sell or otherwise dispose of, market, trade, warehouse, deal in and distribute goods, wares and merchandise of every kind and character; to purchase, own, hold, mortgage, pledge or otherwise give liens against, develop, sell, lease, exchange, transfer or in any manner whatsoever acquire, use, deal in and dispose of real and personal property, and rights and interests therein, of every kind and character.

D. To purchase or otherwise acquire the whole of that certain body shop business now carried on and conducted by Lee Steiner under the name and style of Orofino Body Shop, Inc., including the property, equipment, assets and liabilities thereof, and to pay for the same either in cash or in shares, or partly in cash and partly in shares.

E. To do all of the above things as principal, agent, contracor, trustee, and by or through trustees, agents, or otherwise; and to do all of such things as are necessary, convenient or expedient to the above purposes.

### ARTICLE III.

#### DURATION

This corporation shall have perpetual existence unless and until dissolved in the manner prescribed by law.

ARTICLE IV.

OFFICE

That the principal office of and for this Corporation, and the place where the business of the said Corporation shall be transacted, is and shall be at Orofino, County of Clearwater, State of Idaho.

ARTICLE V.

SHARES

That this Corporation is authorized to issue only one class of shares of stock, the total of which is and shall be One Thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00) per share; for a total aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

ARTICLE VI.

SUBSCRIPTION

That the amount of the capital stock actually subscribed is Four (4) shares, the same being subscribed by the incorporators, the names and addresses of whom, and the amount of stock actually subscribed by each, being as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Lee Steiner	Whiskey Creek Road Orofino, Idaho 83501	1
Helen Steiner	Whiskey Creek Road Orofino, Idaho 83501	1
George Brown	Upper Fords Creek Orofino, Idaho 83501	1
Betty Brown	Upper Fords Creek Orofino, Idaho 83501	1

ARTICLE VII.

DIRECTORS

That the business of the Corporation shall be managed by a board of at least three directors, whose number, qualifi-

cations, terms of office, powers and duties shall be prescribed in the Code of By-Laws of the Corporation.

ARTICLE VIII.

AMENDMENT

That these Articles of Incorporation may be amended by the vote of the holders of a majority of the voting power of all shareholders at any regular meeting, or at any special meeting called upon notice of the specific purpose.

ARTICLE IX.

QUALIFICATION

That each of the incorporators certifies and declares that he is over the age of 21 years, and that he is a citizen of the United States.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 22 day of December, 1976.

  
LEE STEINER

  
HELEN STEINER

  
GEORGE BROWN

  
BETTY BROWN

STATE OF I D A H O)  
:ss  
County of Clearwater)

On this 22 day of December, 1976, before me,  
the undersigned, a Notary Public in and for said state, person-  
ally appeared LEE STEINER known to me to be the person whose  
name is subscribed to the within instrument and acknowledged  
to me that he 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.

[Signature]  
Notary Public for Idaho  
Residing at CROFTON, therein.

STATE OF I D A H O)  
:ss  
County of Clearwater)

On this 22 day of December, 1976, before me,  
the undersigned, a Notary Public in and for said state, person-  
ally appeared HELEN STEINER, known to me to be the person  
whose name is subscribed to the within instrument and acknowledged  
to me that she 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.

[Signature]  
Notary Public for Idaho  
Residing at CROFTON, therein.

STATE OF I D A H O)  
:ss  
County of Clearwater)

On this 20 day of December, 1976, before me,  
the undersigned, a Notary Public in and for said state, personally appeared GEORGE BROWN, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he 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.

C. J. Brown  
Notary Public for Idaho  
Residing at CASCADE, therein.

STATE OF I D A H O)  
:ss  
County of Clearwater)

On this 20 day of December, 1976, before me,  
the undersigned, a Notary Public in and for said state, personally appeared BETTY BROWN, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she 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.

C. J. Brown  
Notary Public for Idaho  
Residing at CASCADE, therein.