

ARTICLES OF DISSOLUTION

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EFFECTIVE DATE: October 9, 1997

SECRETARY OF STATE
STATE OF IDAHO

The following Articles of Dissolution are executed September 16, 1997, at Idaho Falls, Idaho, pursuant to Idaho Code Section 30-1-1403 and 30-1-1402.

a. The name of the corporation and its post office address are as follows:

Rush Auto Parts, Inc.
1385 Northgate Mile
Idaho Falls, ID 83401

b. Dissolution of the corporation was authorized September 9, 1997 with the dissolution of the corporation to be effective and to occur on October 9, 1997.

c. The names and addresses of the only officers, directors and shareholders of the corporation and their respective offices are as follows:

Steve Anderson, President/Secretary
1496 Mountain View Lane
Idaho Falls, ID 83402

Ed Anderson, Vice-President/Treasurer
2235 12th Street, Apt. A-112
Idaho Falls, ID 83404

(i) The total number of votes entitled to be cast on the proposal to dissolve was two (2).

(ii) The total number of votes cast for dissolution was two (2); this number of votes was sufficient for approval of dissolution of the corporation.

THE UNDERSIGNED officers, directors, and shareholders of the above

corporation depose and state that all applicable notices and procedures were observed and

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IDAHO SECRETARY OF STATE

CK: 6322 CT: 1793 BH: 39478

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complied with pursuant to Idaho Code § 30-1-1402.

Dated this 16th day of September, 1997.

RUSH AUTO PARTS, INC.


Steve Anderson, President/Secretary


Ed Anderson, Vice-President/Treasurer

STATE OF IDAHO)
) ss.
County of Bonneville)

Steve Anderson, being first duly sworn under oath states that he is the President of Rush Auto Parts, Inc., and that each of the individuals who have signed the Articles of Dissolution above are officers, directors and shareholders in good standing of Valley Rentals, Inc., and have signed said Articles of Dissolution on behalf of the corporation.


Steve Anderson

SUBSCRIBED AND SWORN to before me this 16 day of September, 1997.


Notary Public for Idaho

Residing at Idaho Falls

My Commission Expires: 10/31/02

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**RUSH AUTO PARTS, INC.
MINUTES OF SHAREHOLDERS MEETING
SEPTEMBER 9, 1997**

A meeting of the directors and shareholders of Rush Auto Parts, Inc., was held at Idaho Falls, Idaho, on September 9, 1997. Both shareholders, Ed and Stephen Anderson, were present.

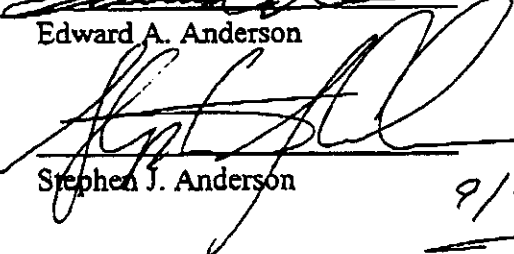
Whereas all the assets of the corporation have been sold, and the shareholders desire to liquidate the corporation and distribute the remaining cash to the shareholders;

Resolved: That within thirty days of the date of this meeting, any remaining debts of the corporation shall be paid and the remaining cash distributed to the shareholders in full liquidation of the corporation, and that the corporate charter shall be withdrawn. The final payroll and income tax returns shall be filed and the corporation shall cease to exist.

This action is agreed to by both shareholders of the corporation as of this 9th day of September, 1997.



Edward A. Anderson



Stephen J. Anderson

9/9/97