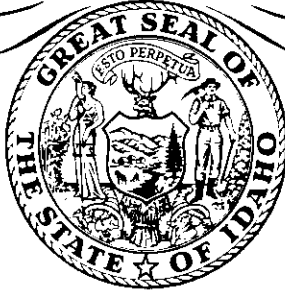


State of Idaho



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

IDAHO AUTOMOTIVE SUPPLY, INC.

was filed in the office of the Secretary of State on the **First** day of **May** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **128** 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

Lewiston

in the County of **Nez Perce**

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 **1st** day of **May**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
IDAHO AUTOMOTIVE SUPPLY, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, MARY K. HAYS, G. GARD HAYS and NELSON B. REPSOLD, all citizens of the United States and of full legal age, being desirous of forming a corporation for the purposes hereinafter specified and in conformity with and by virtue of the laws of the State of Idaho, do make, subscribe and execute in triplicate originals the following written Articles of Incorporation:

I.

The name of this corporation shall be IDAHO AUTOMOTIVE SUPPLY, INC.

II.

The purposes for which this corporation is organized shall be:

A. To carry on and generally engage in the wholesale and retail sale of automotive and truck parts, supplies, wheels and equipment of every kind; to carry on a general manufacturing business; to acquire, lease, own, improve, purchase, sell all kinds of real and personal property; to engage in merchandising, warehousing and generally dealing in and trading in goods, wares, merchandise and property of every class and description.

B. To purchase or otherwise acquire, own or hold without limit real and personal property of every kind and description within and without the State of Idaho and in any part of the world, suitable, necessary, useful or advisable in connection with any or all of the objects and purposes herein set forth; to acquire, construct, own, lease, hold and operate any buildings, warehouses, transportation and storage equipment and facilities usable in connection with the purposes of the company, and to convey, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any such properties.

C. To do all things lawful and necessary or advisable in order to carry out the purposes of this corporation.

D. To purchase, hold, sell, exchange or transfer or otherwise deal in shares of its own capital stock, bonds or other obligations consistent with the laws of the State of Idaho; to borrow money of any person, firm or corporation, and to issue bonds, debentures, promissory notes, bills of exchange or other obligations or evidences of indebtedness of this corporation for any of the objects of this corporation and to secure the same by mortgage, pledge, deed of trust or any other lawful means.

E. To act as agents, contractors, representatives, dealers or otherwise and generally to carry out its purposes by or through agents, factors or representatives.

F. To have and exercise all of the powers conferred by the laws of the State of Idaho on business corporations organized under the laws of the State of Idaho.

G. To carry on any other business which may seem to the company capable of being conveniently and profitably carried on in connection with its primary objects and purposes or calculated directly or indirectly to enhance the value of or render profitable any of the company's property, rights or operations.

H. In general, to do any and all things necessary, suitable or 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.

I. None of the specific powers herein set forth shall be construed to limit or restrict in any manner the general powers of the corporation.

III.

The time of existence of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation in the State of Idaho shall be 2020 First Avenue North, Lewiston, Idaho.

V.

The capital stock of this corporation shall be Twenty-five Thousand Dollars (\$25,000.00) divided into 25,000 shares of

common stock with a par value of One Dollar (\$1.00) per share.

VI.

The names of the incorporators of this corporation, together with their post office addresses and the number of shares of common stock having a par value of \$1.00 per share subscribed by each are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Mary K. Hays	S. 1823 Maple Blvd., Spokane, Washington	500
G. Gard Hays	S. 1823 Maple Blvd., Spokane, Washington	500
Nelson B. Repsold	514 Spokane & Eastern Bldg., Spokane, Wash.	1

IN WITNESS WHEREOF, we have hereunto set our hands and seals in triplicate this 30th day of April, 1964.

Mary K. Hays
G. Gard Hays
Nelson B. Repsold

STATE OF WASHINGTON)
 : ss.
COUNTY OF SPOKANE)

I, the undersigned, a notary public in and for the above named county and state, do hereby certify that on this 30th day of April, 1964, personally appeared before me MARY K. HAYS, G. GARD HAYS and NELSON B. REPSOLD, to me known to be the individuals described in and who executed the within instrument, and acknowledged that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year last above written.

[Signature]
Notary Public in and for the State
of Washington, residing at Spokane.