



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

QUICK LUBE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 20, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

QUICK LUBE, INC.

JUN 20 3 54 PM '89
SECRETARY OF STATE

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation shall be QUICK LUBE, INC.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of automobile lubricating and oil changes and further for the purpose of engaging in all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 250,000 shares with a \$1.00 par value.

FIFTH: The transfer of the shares of the corporation is restricted and such restriction is specified in the bylaws of the corporation.

SIXTH: The address of the initial registered office of the corporation is 366 Old Saybrook Dr., Boise, Idaho 83706, and the name of its initial registered agent at such address is Richard A. Sutherland.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are incorporators and who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Richard A. Sutherland	366 Old Saybrook Dr. Boise, Idaho 83706
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Sandra B. Sutherland	366 Old Saybrook Dr. Boise, Idaho 83706
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DATED this 20TH day of June, 1989.

Richard A. Sutherland
Richard A. Sutherland

Sandra S. Sutherland
Sandra S. Sutherland

STATE OF IDAHO)
 : ss.
COUNTY OF ADA)

I hereby certify that on this 20TH day of June, 1989, personally appeared before me RICHARD A. SUTHERLAND and SANDRA S. SUTHERLAND, who, being by me first duly sworn, declared that they are the incorporators of QUICK LUBE, INC., and that the statements therein contained are true to the best of their information and belief.

[Signature]
Notary Public for State of Idaho
Residing at Boise, Idaho
My commission expires: August