

90946



**Department of State.**

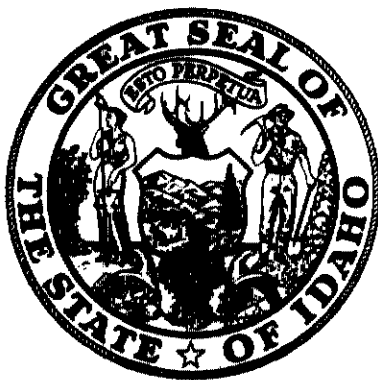
**CERTIFICATE OF INCORPORATION  
OF**

**CART MASTERS, 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: **December 14, 1989**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*E. M. Zappa*

## ARTICLES OF INCORPORATION

OF

CART MASTERS, INC.

Dec 14 3 37 PM '80  
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Cart Masters, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is the transaction of any and all lawful business.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 at no par value.

FIFTH: Provisions denying preemptive rights are: NONE

SIXTH: Any actions and/or decisions made by either the Board of Directors or the shareholders must be approved by majority vote. Other provisions for the regulation of the internal affairs of the corporation are contained in the By-Laws of the corporation.

SEVENTH: The address of the initial registered office of the corporation is 240 Sherman, Boise, Idaho, 83702 and the name of its initial registered agent at such address is Howard Prescott.

EIGHTH: There shall be one director constituting the initial board of directors of the corporation and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAMEADDRESS

Howard Prescott

240 Sherman  
Boise, Idaho 83702

NINTH: The name and address of each incorporator is:

NAME

ADDRESS

Howard Prescott

240 Sherman  
Boise, Idaho 83702

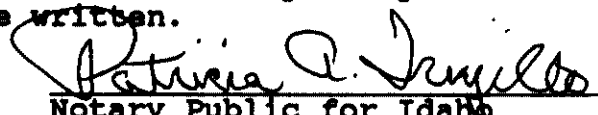
I, THE UNDERSIGNED, being one of the original subscribers to the capital stock hereinbefore named for the purposes of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 14 day of December, 1989.

  
Howard Prescott

STATE OF IDAHO )  
                  ) ss.  
County of Ada )

On this 14 day of December, 1989, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Howard Prescott, 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 as of the day and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at: Boise  
My commission expires: 1993