



ARTICLES OF DISSOLUTION

(General Business and Professional Corporation)

FILED
AUG 11 AM 8:12

To the Secretary of State of Idaho

Pursuant to Title 30, Chapter 1 and 13, Idaho Code, the undersigned corporation has elected to dissolve.

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Boise Clutch & Automotive, Inc.

2. The date the dissolution was authorized is: 7/31/09

3. The dissolution was approved by the shareholders as follows:

a) The number of shares entitled to vote: 100
b) The number voting for dissolution: 100
c) The number voting against dissolution: -0-

4. (optional) The dissolution shall be effective on 8/31/09

(The articles will be effective on the date filed with the Secretary of State, unless a future date is specified.)

Dated: 8-17-09 / 8-7-09
Signature: [Signature]
Typed Name: Todd James Breier/Jeffrey Michael Maxey
Capacity: President/Secretary

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

C138980

IDAHO SECRETARY OF STATE
08/11/2009 05:00
CK: 482689 CT: 239566 BN: 1182391
1 @ 30.00 = 30.00 PROF DISSO # 2

g:\corp\corp forms\articles of dissolution_proforma
Revised 07/2002

Web Form