



CERTIFICATE OF INCORPORATION
OF

JIM PARIS TIRE CITY OF IDAHO, INC.

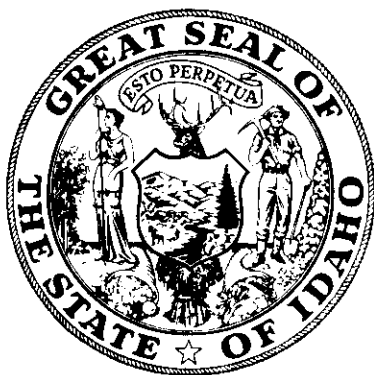
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

JIM PARIS TIRE CITY OF IDAHO, INC.

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 March 5, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

100 MAR 5 AM ARTICLES OF INCORPORATION

OF

JIM PARIS TIRE CITY OF IDAHO, INC.

SECRETARY OF STATE

We, the undersigned, natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Idaho Business Corporation Act adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

CORPORATE NAME

The name of this Corporation is JIM PARIS TIRE CITY OF IDAHO, INC.

ARTICLE II

DURATION OF CORPORATION

The duration of this Corporation is perpetual.

ARTICLE III

CORPORATE PURPOSES

The purposes for which this Corporation is organized are:

(a) To engage in the buying and selling, at wholesale and retail, of new and recapped tires of all kinds and descriptions and the conducting of the general business of vulcanizing, reinforcing, rebuilding, and repairing tires of all kinds and descriptions, and such other and further objects as may be necessary and incidental to the carrying on of such business, including the buying and owning of the necessary tools and equipment for the business and the buying, leasing, holding, releasing, selling and conveying the real estate necessary or proper in connection with the business.

(b) To purchase or otherwise acquire, own, mortgage, pledge, sell, manufacture, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description and to generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.

(c) To do any and all things and engage in all transactions permitted a corporation under the applicable laws of the State of Idaho and any other state or nation wherein this Corporation shall be licensed to transact business.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares which this Corporation shall have authority to issue is FIFTY THOUSAND (50,000) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share. All stock of the Corporation shall be of the same class and shall have the same rights and preferences. Fully paid stock of this Corporation shall not be liable to any further call or assessment.

ARTICLE V

PRE-EMPTIVE RIGHTS

The authorized and treasury stock of this Corporation may be issued at such time, upon such terms and conditions and for such consideration as the Board of Directors shall determine. Shareholders shall not have pre-emptive rights to acquire unissued or treasury shares of this Corporation.

ARTICLE VI

VOTING

As to all actions to be voted on by the shareholders, each holder of common stock of the Corporation shall be entitled to one vote for each share of such stock standing in his name on the books of the Corporation.

ARTICLE VII

INTERNAL AFFAIRS

The Board of Directors shall adopt Bylaws which are not inconsistent with law or these Articles for the regulation and management of the affairs of the Corporation. These Bylaws may be amended from time to time or repealed by the shareholders or by the Board of Directors in accordance with the Bylaws.

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The address of this Corporation's intital registered office and the name of its original registered agent at such address is:

Thomas Hoene
5606 Fairview Avenue
Boise, Idaho 83704

ARTICLE IX

DIRECTORS

The Board of Directors shall consist of not less than three (3) nor more than seven (7) members, and the names and addresses of persons who are to serve as directors until the first meeting of stockholders, or until their successors be elected and qualify are:

<u>Name</u>	<u>Address</u>
J. M. Paris	701 South Broadway Denver, Colorado 80209
Richard A. Purol	1098 South 200 West Salt Lake City, Utah 84101
Richard A. Purol, Jr.	1098 South 200 West Salt Lake City, Utah 84101

ARTICLE X

INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Richard A. Purol	1098 South 200 West Salt Lake City, Utah 84101
Richard A. Purol, Jr.	1098 South 200 West Salt Lake City, Utah 84101

DATED this 11 day of February, 1980.

Richard A. Purol
Richard A. Purol

Richard A. Purol, Jr.
Richard A. Purol, Jr.

STATE OF UTAH)
 :SS
COUNTY OF SALT LAKE)

I, the undersigned, a Notary Public, hereby certify that on the 11 day of FEB, 1980, personally appeared before me RICHARD A. PUROL and RICHARD A. PUROL, JR., who being by me first duly sworn severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

My Commission Expires:

2-13-81

[Signature]
NOTARY PUBLIC
Residing at:

Salt Lake City