



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

SMITH'S PAINT AND BODY SHOP, INC.

was filed in the office of the Secretary of State on the **Fifth** day of **July** **Sixty-six** A.D. One Thousand Nine Hundred **and** **will be** **microfilm** duly recorded on Film No. 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 **Idaho Falls,** **Boiseville,** in the County of

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 **5th** day of **July**, A.D., 19 **66**.

Secretary of State.

ARTICLES OF INCORPORATION

FOR

GARY'S PAINT AND BODY SHOP, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, FLOYD T. POWELL, WILLIS B. BENJAMIN and MORTON B. HILLER, of Idaho Falls, in Bonneville County, State of Idaho, all persons being of legal age and citizens of the United States of America, do hereby, as incorporators thereof, form a corporation under the provisions of the laws of the State of Idaho; and we do hereby adopt Articles of Incorporation of such corporation as follows:

I.

That the name of said corporation is:

GARY'S PAINT AND BODY SHOP, INC.

II.

That the purposes for which said corporation is formed are as follows:

1. To carry on and conduct the business of general automotive and truck repair and painting and of general body repair work and of making, performing and discharging contracts therefor, or relating thereto or connected therewith, as well as all allied and interdependent lines of business.
2. To engage in the general contracting business with particular reference to automotive and body work and any other general painting; to do a general painting business, including leasing, buying, selling and application of paints and colors, and to do such incidental financing as may be connected therewith.
3. To buy, acquire, own, sell, trade, barter, lease, construct, erect, keep for hire, repair for hire, operate and otherwise deal in any and all types and kinds of machinery, equipment, tools, implements, accessories, automobiles, trucks, airplanes, tractors, wagons, vans, trailers, power-driven or otherwise, used

or usable in the automotive repair and painting business.

4. To acquire, hold, possess and own patents, improvements and franchises or to acquire licenses under such patents for the manufacture and sale of any and all machinery or improvements thereon or articles of any nature and to beneficially use rights under such patents by vending said patents or rights or licenses thereunder.

5. To borrow money and to issue bonds, debentures and other obligations of the corporation and to mortgage or pledge its property to secure such borrowed money or other obligations.

6. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real and personal property; to subdivide real property and to sell and deal in subdivisions and lots; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, assign, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidence of indebtedness of other corporations, domestic or foreign; and also to have all of the powers and authority authorized or provided for by Title 30, Section 30-114 of Idaho Code Annotated for 1947.

7. To exercise and perform any and all of the hereinbefore mentioned and described powers, objects and matters, within and/or without the State of Idaho.

III.

That the duration of said corporation shall be perpetual.

IV.

That the location and post office address of the registered office of said corporation in Idaho shall be 2250 North Yellowstone, Idaho Falls, Bonneville County, Idaho.

V.

That the shares of stock of said corporation are not to be classified and shall all be common stock and that the authorized shares of said corporation shall be fifteen thousand (15,000.00) in number, of the par value of One and No/100 (\$1.00) Dollar each and of the aggregate par value of Fifteen Thousand and No/100 (\$15,000.00) Dollars.

That said shares of stock shall be fully paid up before

being issued and after issuance shall be non-assessable.

VI.

That the number of directors of said corporation shall be fixed by the By-Laws of the corporation, provided, however, said corporation shall have not less than three (3) nor more than seven (7) directors. The first Board of Directors shall be three (3) in number, consisting of FLOYD T. POWELL, WILLIS B. BENJAMIN and MORTON B. HILLER, who shall serve until the annual election of directors in the year 1966.

VII.

That the directors of the corporation shall have the power and authority to alter, repeal and amend By-Laws, and adopt new By-Laws of the corporation, in the manner fixed by the By-Laws of the corporation.

VIII.

That the names and post office addresses of the incorporators of said corporation and the number of shares therein subscribed by each of said incorporators are as follows:

<u>Name</u>	<u>Addresses</u>	<u>Number of Shares Subscribed</u>
FLOYD T. POWELL	Idaho Falls, Idaho (2250 N. Yellowstone)	One (1)
WILLIS B. BENJAMIN	Idaho Falls, Idaho (P.O. Box 29)	One (1)
MORTON B. HILLER	Idaho Falls, Idaho (P.O. Box 29)	One (1)

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 22nd day of June, 1966. (In triplicate originals).

Floyd T Powell (SEAL)

Willis B. Benjamin (SEAL)
E. W. Kintner (SEAL)

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 22nd day of June, 1966, before me, the undersigned, a Notary Public in and for said County and State, personally appeared FLOYD T. POWELL, WILLIS B. BENJAMIN and MORTON B. HILLER, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

E. W. Kintner
Notary Public for Idaho
Residing at Idaho Falls, Idaho.