

**FILED**

JAN 14 4 00 PM '00

ARTICLES OF INCORPORATION  
OF  
STEVE'S HOMETOWN AUTO VILLAGE, INC.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of full age and a citizen of the United States, in order to form a corporation for the purpose herinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I.

The name of this corporation shall be Steve's Hometown Auto Village, Inc.

ARTICLE II.

The street address of the corporation's initial registered office and the name of it's initial registered agent at that office is Stephen S. Dominguez, 602 West Highway 95, Weiser, Idaho 83672.

ARTICLE III

This corporation is formed for the object, as principal, agent or otherwise, to do, in any part of the world, any and every of the things herein set forth to the same extent as natural persons might or could do. In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Idaho, I do expressly provide that the corporation shall have the power:

- A. To engage in and to own, operate and run, conduct and manage a business engaged in the sale of motor vehicles to the public and to do such other things as are incidental, proper, or necessary to the operations of the business or to the carrying out any or all of the purposes.
- B. To do generally any and all things which the company may deem necessary, proper and convenient in its said business for the improvement, and use of the corporation property and in carrying out and accomplishing the purposes hereinbefore specified, and in addition thereto to have all the powers granted to corporations by virtue of the laws of the State of Idaho and of any other state in which the corporation may do business.

IDaho SECRETARY OF STATE  
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#### ARTICLE IV.

The shares of stock to be issued by the corporation shall consist of one class only and the aggregate number of shares which the corporation shall be authorized to issue shall be One Thousand (1,000) shares of stock, each having a par value of \$1.00 per share. All shares of stock shall have the same rights in such corporation and shall be nonasseable when paid in full. Each share shall be entitled to one vote.

#### ARTICLE V.

The term of existence of the corporation shall be in perpetuity.

#### ARTICLE VI.

The number of the directors of this corporation at the commencement of business shall be one (1), but the Board of Directors may at any time, by amendment of the By-Laws, be increased to any number not exceeding five (5). No director of this corporation shall have any liability to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for:

- (i) The amount of a financial benefit received by a director to which he or she is not entitled;
- (ii) An intentional infliction of harm on the corporation or its shareholders;
- (iii) Liability for unlawful distributions as provided in Section 30-1-833, Idaho Code; or
- (iv) An intentional violation of criminal law.

The corporation may indemnify a director for liability to any person for any action taken, or failure to take any action, as a director, except liability for:

- (i) Receipt of a financial benefit to which he or she is not entitled;
- (ii) An intentional infliction of harm on the corporation or its shareholders;
- (iii) A violation of Section 30-1-833, Idaho Code; or
- (iv) An intentional violation of criminal law.

ARTICLE VII.

The name and post office address of each of the initial directors named by the corporation to serve until the first election of directors are as follows:

NAME OF INITIAL DIRECTORS

POST OFFICE ADDRESS

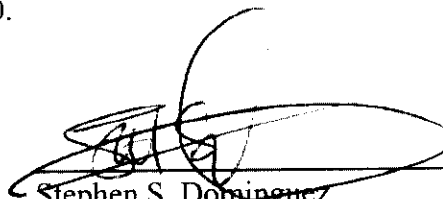
Stephen S. Dominguez

602 West Highway 95, Weiser, Idaho 83672

ARTICLE VIII.

The shareholders of this corporation shall have no personal liability for the debts of the corporation in any amount or to any extent whatsoever.

IN WITNESS WHEREOF, Said incorporator, the undersigned, has hereunto set her hand this 14 day of January, 2000.

A handwritten signature in black ink, appearing to read 'Stephen S. Dominguez', is written over a horizontal line.

Stephen S. Dominguez