

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, **GEO. H. CURTIS**, 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

MOTOR CENTER, INC.

was filed in the office of the Secretary of State on the **eleventh** day of **September** A. D. One Thousand Nine Hundred Thirty-**nine** and duly recorded in Book A-**32** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103, Idaho Code, Annotated.

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 **fifty** years from the date hereof, with its registered office in this State located at

Boise in the County of **Ada**.

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 **eleventh** day of **September**, in the year of our Lord one thousand nine hundred **thirty-nine**, and of the Independence of the United States of America the One Hundred **sixty-fourth**.

Secretary of State.

ARTICLES OF INCORPORATION OF
MOTOR CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, Potter P. Howard, W. D. Gaskill, and August E. Young, all of Boise, Idaho, being natural persons of full age and citizens of the United States, have associated ourselves together as a corporation under the name and style of Motor Center, Inc. for the purpose of becoming a body corporate and politic under and by virtue of the laws of the State of Idaho, and in accordance with the provisions of the laws of said State, we do hereby execute, in triplicate originals, and acknowledge this certificate, in writing, of our intention so to become a body corporate under and by virtue of said laws.

1.

The name of said corporation shall be
Motor Center, Inc.

2.

The purposes for which said corporation is formed are:

To do any and all things which a business corporation may lawfully do.

To engage in the manufacture, sale and distribution of automobiles, motor cars, motor trucks, wagons, buggies, carriages and other mechanically propelled vehicles, and automobile and vehicle parts and sundries, to vend and deal in automobiles, motor cars, motor trucks, wagons, buggies, carriages and other mechanically propelled vehicles and automobile and vehicle parts and sundries and other articles, to acquire and own patents, improvements and franchises pertaining to the matters and things enumerated herein.

To manufacture, buy, sell, rent, store, repair,

service, and care for automobiles, motorcycles, airplanes, and motor vehicles of all kinds, and supplies therefor and appurtenant thereto; to build, purchase or otherwise acquire, and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description; to buy, sell and deal in all goods, wares, and merchandise necessary or incidental to the operation, repair or equipment of automobiles, motorcycles or motor vehicles of any and all kinds, manufactures and descriptions, and to do all things which may be necessary, incident or convenient in connection with the above mentioned specific purposes.

To purchase, lease, hire, or otherwise acquire and deal with, real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey and mortgage said property or any part thereof.

To acquire, hold, mortgage, lease, manage, operate, develop, build, erect, maintain for the purposes of said company, either directly or indirectly, ownership of stock or any other interest, in any corporation, garage business, building, office, stores, warehouse, shop, plant, machinery, rights, easements, permits, privileges, franchises and licenses, and all other things which may at any time be necessary or convenient in the judgment of the Board of Directors for the purposes of the company.

3.

The term during which this corporation shall exist is fifty years.

4.

The location and post office address of its registered office in this State is Boise, Ada County, Idaho, and

in such or all other states, territories or colonies of the United States, or of any foreign country, as to the Board of Directors may seem necessary, convenient or proper.

5.

The total authorized number of par value shares is one hundred (100) shares of the par value of One Hundred Dollars (\$100.00) per share and their aggregate value is Ten Thousand Dollars (\$10,000.00).

6.

That said stock shall be of one class of common stock, with equal voting rights in each share of stock, and said stock shall be fully paid and nonassessable. The name and post office address of each of the incorporators and a statement of the number of shares subscribed by each, is as follows:

Potter P. Howard, Boise, Idaho	One share
W. D. Gaskill, Boise, Idaho	One share
August E. Young, Boise, Idaho	<u>One share</u>
TOTAL	Three shares

IN WITNESS WHEREOF, The parties have hereunto subscribed their names and affixed their seals this 11th day of September, 1939.

Potter P. Howard
W. D. Gaskill
August E. Young

State of Idaho)
County of Ada) ss.

On this 11th day of September, in the year 1939, before me, Paris Martin Jr. a Notary Public in and for the

State of Idaho, personally appeared Potter P. Howard, W. D. Gaskill and August E. Young, known to me to be the persons whose names are subscribed to the within 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.


Notary Public for Idaho,
Residing at Boise, Idaho