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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF

DENT DOCTORS, INC.

(doing business as the Auto Body Super Center)

The undersigned, acting as the sole incorporator of a Corporation under the Idaho Business Corporation Act, and for the purpose of forming a corporation thereunder, does hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I  
NAME

The name of the Corporation is DENT DOCTORS, INC. The Corporation shall do business under the assumed business name "Auto Body Super Center".

ARTICLE II  
PURPOSE

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act of the State of Idaho.

ARTICLE III  
DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE IV  
SHARES

The total number of shares of capital stock that the Corporation shall have authority to issue is One Million (1,000,000), all of which are to be common stock with no par value.

ARTICLE V  
INCORPORATOR

The name and business address of the incorporator is as follows: DEWEY E. WHITING,  
residing at 215 E. Palouse River, Moscow, Idaho, 83843.  
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**ARTICLE VI**  
**REGISTERED OFFICE AND AGENT**

The address of the initial registered office is 215 E. Palouse River Drive, Moscow, Idaho, 83843. The initial registered agent at that address is DEWEY E. WHITING.

**ARTICLE VII**  
**NON-CUMULATIVE VOTING**

The Shareholders shall not have the right of cumulative voting as provided by Idaho Code §30-1-728(2).

**ARTICLE VIII**  
**PREEMPTIVE RIGHTS**

The Shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-630, to buy, purchase or acquire stock issued or to be issued by the Corporation.

**ARTICLE IX**  
**DIRECTORS**

The initial Board of Directors shall consist of three Directors, and the names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders or until their successors can be elected and qualified are:

WESLEY J. CARSCALLEN, residing at Wes Car 215 E. Palouse River, Moscow, Idaho 83843; SAME  
JEFFREY D. DeMEERLEER, residing at Jeff, Moscow, Idaho, 83843; and SAME  
DEWEY E. WHITING, residing at Dewey, Moscow, Idaho 83843. SAME

**ARTICLE X**  
**BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the Shareholders, shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulations and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

## **ARTICLE XI** **MANAGEMENT**

Subject to the provisions of the laws of the State of Idaho, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the Directors, and the Shareholders:

(a) The books of the Corporation may be kept outside of the State of Idaho at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have the power to exercise all of the powers of the Corporation, including, but without limiting the generality hereof, the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the Shareholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of Directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any Director or Officer elected or appointed by the Shareholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have the power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the Shareholders and any Bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or as a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the Stock Ledger, shall be open to the inspection of Shareholders; no Shareholder shall have any right to inspect any

account or book or document of the Corporation, except as conferred by law or authorized by resolution of the Directors or of the Shareholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the Shareholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In the event the Corporation shall enter into any contract or transact any business with one or more of its Directors, or with any firm of which any Director is a member, or with any corporation or association of which any Director is a Shareholder, Director, or Officer, such contract or transaction shall not be invalidated or in anyway affected by the fact that such Director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such Director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other Directors or the Shareholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

## **ARTICLE XII**

### **INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS**

The Corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §§ 30-1-851 and 30-1-852.

## **ARTICLE XIII**

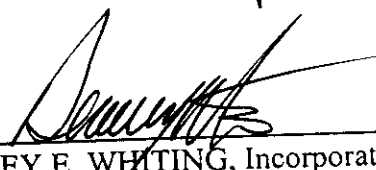
### **SHAREHOLDER LIABILITY**

The private and personal property of the Corporation's Shareholders shall not be deemed subject to the payment of corporate debts and/or the satisfaction of corporate liabilities.

**ARTICLE XIV**  
**CORPORATE STATUS**

The Corporation shall elect to have S-Corporation status.

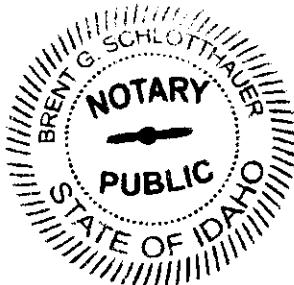
**IN WITNESS WHEREOF**, the undersigned incorporator of the above-named Corporation, hereby certifying that this is his act and deed and that the facts stated herein are true and correct, has hereunto signed these Articles of Incorporation on this 24<sup>th</sup> day of April, 2002.

  
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DEWEY E. WHITING, Incorporator

STATE OF IDAHO    )  
                              : ss.  
County of Kootenai    )

On this 24<sup>th</sup> day of April, 2002, before me Brent G. Schlottbauer, the undersigned Notary Public, personally appeared DEWEY E. WHITING, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

(SEAL)



  
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Notary Public for Idaho

Residing at IDA ID

Commission Expires: 01/06/06

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