

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

KITE NASH, INC.

was filed in the office of the Secretary of State on the 11th day of February A.D. One Thousand Nine Hundred Fifty-five and duly recorded on Film No. 89 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

in the County of

Bonneville

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

11th day of February

A.D., 19 55

Secretary of State.

ARTICLES OF INCORPORATION

OF

KITE NASH, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America, and the State of Idaho, and each over the age of twenty one years, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, do hereby make, sign, acknowledge, certify and file this certificate and articles of incorporation for that purpose, as follows:

ARTICLE I.

NAME OF CORPORATION

The name of this corporation shall be and is Kite Nash, Inc.

ARTICLE II.

PURPOSE

The purposes of this corporation shall be:

SECTION 1. To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, trailers, and other motor vehicles, motors, mechanical equipment and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

SECTION 2. To conduct the business of a filling and service station, which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor fuel or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description, and other articles and items of interest useful to or desirable for patrons of such a filling station; the washing, polishing, and storing of motor vehicles; and such other business as is usual, proper, and necessary in such enterprise.

SECTION 3. To engage in and to own, operate and run, conduct and manage a business engaged in repairing and reconditioning automobiles, automotive and mechanical products, and other personal property of any and every sort, character, nature, and description, and to do such other things as are incidental, proper, or necessary to the operation of the business, or to the carrying out of any or all of the purposes.

SECTION 4. In general, to conduct in all their several departments and branches, the business of automobile dealers and service operators; repairing, servicing, selling, and storing, and to do everything necessary or conducive to the full accomplishment of the foregoing objects.

SECTION 5. To purchase, lease as lessee, or otherwise acquire, and to hold for investment, improve, maintain and operate the business properties and other real estate, automotive vehicles, fixtures, appliances and supplies, stock in other corporations, and any other personal property, and to sell, assign, convey, lease as lessor, manage, pledge, mortgage or otherwise dispose of, or encumber, lands, buildings, structures, vehicles, equipment, fixtures, supplies, and any other real or personal property, tangible or intangible, which shall be deemed necessary, convenient or appropriate.

ARTICLE III.

CORPORATE EXISTENCE

The term of existence of this Corporation shall be perpetual.

ARTICLE IV.

PRINCIPAL PLACE OF BUSINESS

SECTION 1. The location of the corporation's registered office in this state is Idaho Falls, Bonneville County, Idaho. The corporation may also maintain offices at such other place or places in the State of Idaho and the United States as the board of directors may from time to time decide. The Post Office address of the registered office shall be Idaho Falls, Idaho.

SECTION 2. The operation and business of this Corporation shall be carried on principally in the County of Bonneville, State of Idaho, and in such other counties in the State of Idaho and in other states of the United States as the board of directors may from time to time decide.

ARTICLE V.

CAPITAL STOCK

The amount of the capital stock of the corporation shall be Fifty Thousand Dollars (\$50,000.00), to consist of five hundred (500) shares of common stock, of the par value of One Hundred Dollars (\$100.00) each.

ARTICLE VI.

MANAGEMENT

Management of this Corporation shall be vested in the Board of Directors of three directors. The directors shall be elected at the annual meeting of the stockholders, as provided in the by-laws, and in the manner and the method therein provided.

ARTICLE VII.

DIRECTORS MEETINGS

The meetings of the Board of Directors may be held at the principal office of the Corporation in this State, or at such other place or places within or without this state, for the transaction of any business of the corporation as the directors may by resolution provide. A majority of the board of directors shall constitute a quorum, and the act of the majority of the Directors shall be the act of the board. At least one member of the board of directors shall be a resident of the State of Idaho.

ARTICLE VIII.

INCORPORATORS

The name, post office address and number of shares subscribed by each of the incorporators are as follows:

<u>NAME</u>	<u>RESIDENCE</u>	<u>COMMON STOCK</u>
E. M. Kite	Idaho Falls, Idaho	1 Share
E. J. Kite	Idaho Falls, Idaho	1 Share
R. C. Kite	Idaho Falls, Idaho	1 Share

All of the subscribers to these Articles of Incorporation are of full age, citizens of the United States and residents of the State of Idaho.

ARTICLE IX.

The Corporation may amend, alter, add to, change, or repeal any provision contained in these Articles of Incorporation in the manner provided by law.

IN WITNESS WHEREOF, we, as incorporators, and each of us, have hereunto set our hands and seals this 10th day of February, 1955.

E. M. Kite
Idaho Falls, Idaho

E. J. Kite
Idaho Falls, Idaho

R. C. Kite
Idaho Falls, Idaho

STATE OF IDAHO)
 : ss.
County of Bonneville)

On this 10th day of February, 1955, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared E. M. Kite, E. J. Kite, and R. C. Kite, known to me to be the persons whose names are subscribed to the within and foregoing Certificate and Articles of Incorporation, and acknowledged to me that they executed the same as their free act and deed.

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

Harvey J. Anderson
Notary Public for State of Idaho
Residing at Idaho Falls, Idaho