



**CERTIFICATE OF INCORPORATION
OF**

AUTO-TECHS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 17, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *M. Minzman* _____

ARTICLES OF INCORPORATION

OF

10 APR 17 1944

AUTO-TECHS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is

AUTO-TECHS, INC.

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SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: 30,000
Such shares are to consist of one class only. The par value of each of such shares shall be \$10.00, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is: 313 W. Cameron Ave.

Kellogg, Idaho 83837

The name of the corporation's initial registered agent at such address is: Steven W. Peters / Dale I. Hire

EIGHTH

The number of directors constituting the initial Board of Directors is: 4

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME Steven W. Peters Pres.

ADDRESS 512 N. Elm Kellogg, Idaho 83837

NAME Dale I. Hire Vice-Pres.

ADDRESS 416 W. Brown Kellogg, Idaho 83837

NAME Lynda M. Peters Sec.

ADDRESS 512 N. Elm Kellogg, Idaho 83837

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME Steven W. Peters

ADDRESS 512 N. Elm Kellogg, Idaho 83837

NAME Dale I. Hire

ADDRESS 416 W. Brown Kellogg, Idaho 83837

NAME Peter V. Deitz

ADDRESS 6340 Sunrise Terrace Coeur d'Alene, ID 83814

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our
hand(s) and seal(s) this 13th day of April,
1989.

Steve W. Peterson

President

Peter V. Delt

Vice-President

Secretary

Vice-President

STATE OF IDAHO }
County of *Shoshone* } ss.

On this 13th day of April, 1989,
before me, the undersigned, a Notary Public in and for said
state, personally appeared John D. Jones

STEVEN W. PETERS
PETER V. DEITZ

LYNDA M. PETERS

DALE I. HIRE

known to me to be the person(s) whose name(s) is/are subscribed to the within and foregoing instrument, and acknowledged to me that (t)he(y) executed the same, and that (t)he(y) was/were (a) person(s) of lawful age and citizen(s) of the United States of America.

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

Harriet E. Goodson

Notary Public for Idaho

Residing at: CATT IDA IDAHO

My commission expires: 2/28/93

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MAY 08, 1989

MR. STEVEN W. PETERS
PRESIDENT AUTO-TECHS, INC.
512 N. ELM
KELLOGG, IDAHO

DEAR MR. PETERS:

AFTER REVIEWING YOUR REQUEST TO USE THE NAME "AUTO TECHS, INC." WE SEE NO PROBLEM IN YOUR USE OF THIS NAME AS STATED ABOVE, AS LONG AS YOU AGREE TO NOT ADVERTISE OR OPERATE YOUR BUSINESS WITHIN 10 MILES PARAMETER FROM THE CITY LIMITS OF BOISE, IDAHO, WITHIN THE NEXT 10 YEARS FROM DATE ABOVE. THIS AGREEMENT IS INVALID UNLESS WE RECEIVE A SIGNED COPY OF THIS LETTER BY YOU. THANKS FOR YOUR CONSIDERATION IN THIS MATTER AND GOOD LUCK IN YOUR VENTURE.

REGARDS,

NELSON HUSTON
PARTNER AUTO-TECH

Nelson A. Huston

JAMES MACLEAN
PARTNER AUTO-TECH

James R. MacLean

LEO THOMETZ
PARTNER AUTO-TECH

Leo Thometz

STEVEN W. PETERS
AUTO-TECHS INC.
512 N. ELM
KELLOGG, IDAHO

Steven W. Peters