



## Department of State.

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

**HOFF FORD, INC.**

a corporation duly organized and existing under the laws of **Washington** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Fifth** day of **November**, 19 **65**, a properly authenticated copy of its articles of incorporation, and on the **Fifth** day of **November**, 19 **65**, a designation of **Ray Hoff** in the County of **Max Perce** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **5th** day of **November**, A.D. 19 **65**.

Secretary of State.





CERTIFICATE No. 2657

## STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the annexed are true and correct copies of the Articles of Incorporation and all amendments thereto of KAY HOFF RAMBLER, INC., including Amendatory Articles changing the name to HOFF FORD, INC., which have been duly filed and recorded in my office in accordance with law; I further certify that HOFF FORD, INC. has not been dissolved and is in good standing as a subsisting corporation in the State of Washington with all of its license fees paid to July 1, 1966; and I further certify that I am the officer having the legal custody of the official record of the original Articles of Incorporation and all amendments to the Articles of said corporation.



In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capital,

October 13, 1965

A. LUDLOW KRAMER  
SECRETARY OF STATE



United States of America  
State of Washington



I, VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

ARTICLES OF INCORPORATION  
OF THE

KAY HOFF RAMBLER, INC.

a Domestic Corporation, of Vancouver, Washington, was, on  
the 7th day of December, A. D. 19 62, at 10:06 o'clock A. M.,  
filed for record in this office and now remains on file herein.

Filed at request of

Frank M. Ierulli, Attorney

708 Equitable Bldg.

Portland 4, Oregon

Filing and recording fee \$ 50.00

License to June 30, 19 63 \$ 30.00

Excess pages @ 25¢ \$           

Microfilmed, Roll No. 1040

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IN TESTIMONY WHEREOF, I have hereunto set

my hand and affixed hereto the Seal of the  
State of Washington. Done at the Capitol, at  
Olympia, this 7th day of December,  
A. D. 19 62

  
VICTOR A. MEYERS, Secretary of State



ARTICLES OF INCORPORATION

of

KAY HOFF RAMBLER, INC.

APPROVED  
AS TO FORM AND FILED

DEC 7 - 1962

VICTOR A. MEYERS  
SECRETARY OF STATE  
BY *[Signature]*  
ASSISTANT SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigners, KAY HOFF, JEANNE HOFF and MEDORA HOFF, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Washington,

AND WE DO HEREBY SET FORTH, DECLARE AND CERTIFY THAT:

ARTICLE I

The name of this corporation is KAY HOFF RAMBLER, INC., and its duration shall be perpetual.

ARTICLE II

The location and post office address of the registered office of the corporation in the State of Washington is 1501 Main Street, Vancouver, Washington.

ARTICLE III

The time of the commencement of this corporation shall be the date of the issuance to it of a certificate of incorporation by the Secretary of State of the State of Washington.

ARTICLE IV

The purpose for which this corporation is organized and the business in which it proposes to engage is: To engage in the sale and distribution of automobiles, motor cars, motor trucks and other mechanically propelled vehicles and automobile and vehicle parts and sundries and to buy, sell, rent, store, repair and care for automobiles, motor trucks and motor vehicles of all kinds, and supplies therefore and appurtenances 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, motor trucks and motor vehicles of every kind,



nature and description, and to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation, repair, or equipment of automobiles, motor trucks or motor vehicles of any and all kinds, manufactures and descriptions. The corporation shall have the power to purchase, take, receive, lease or otherwise acquire, hold, own, use, improve and deal in and with real and personal property or any interest therein wheresoever situated and the corporation shall have and exercise all powers necessary or convenient in carrying out any or all of the purposes for which this corporation is organized. The additional purposes for which this corporation is formed are the following:

- a. To purchase, apply for, and otherwise acquire, sell, transfer and otherwise dispose of, mortgage, otherwise encumber, franchises, easements, rights, privileges, licenses, trademarks, trade names, improvements and processes;
- b. To purchase, lease from others, and otherwise acquire, sell, convey, transfer, lease to others and otherwise dispose of, mortgage or otherwise encumber, real or personal property;
- c. To acquire, hold and sell the shares of other corporations and negotiate for the sale, hypothecation or the disposal of same; to borrow and loan money in connection with the foregoing purposes, with or without security therefor; to execute notes, bonds or other obligations for money borrowed, property purchased, or otherwise acquired by this corporation, labor done or services performed for this corporation, or any lawful purposes, and to secure the payment of the principal and interest of said notes, bonds or other obligations by mortgage, pledge, hypothecation, deed of trust, or otherwise, of any or all property owned or which may be acquired by this corporation; and generally to transact and carry on any other business, and to exercise any powers which may be necessary, proper or convenient to be carried on or exercised in connection



with anyof the foregoing purposes or incident thereto;

d. This corporation from time to time may do any one or more of the acts and things to carry out any one or more of the purposes herein set forth and may transact business in the State of Washington or any other state and the District of Columbia and the districts, dependencies, colonies in the United States and in foreign countries.

#### ARTICLE V

The capital stock of this corporation shall be \$50,000.00.

#### ARTICLE VI

The capital stock shall be divided into 50,000 shares and par value of each share shall be \$1.00. Par value of all authorized par value shares in the aggregate, shall be \$50,000.00.

#### ARTICLE VII

The amount of paid-in capital with which the corporation will begin business is \$30,000.00.

#### ARTICLE VIII

The first directors, their post office addresses and their terms of office are:

KAY HOFF	902 Friedel Avenue Vancouver, Washington
JEANNE L. HOFF	902 Friedel Avenue Vancouver, Washington
MEDORA HOFF	3390 S. E. Kelly Portland, Oregon

The directors shall serve until the first annual meeting of the shareholders.

#### ARTICLE IX

The names and post office addresses of each incorporator and the number of shares subscribed by each are:

KAY HOFF:	29,998 shares	902 Friedel Avenue Vancouver, Washington
JEANNE L. HOFF:	1 share	902 Friedel Avenue Vancouver, Washington
MEDORA HOFF:	1 share	3390 S. E. Kelly Portland, Oregon



IN WITNESS WHEREOF, we have hereunto set our hands and  
seals this 30<sup>th</sup> day of Nov, 1962.

Kay Hoff  
Jeanne L. Hoff  
Medora Hoff

STATE OF Oregon }  
County of Multnomah } ss.

On this 30<sup>th</sup> day of Nov, 1962, before me, the  
undersigned, a Notary Public in and for said county and state, residing  
therein, duly commissioned and sworn, personally appeared Kay Hoff,  
Jeanne Hoff and Medora Hoff, 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 on the day and year in this certificate first above  
written.

L. M. Donnell  
Notary Public for U-27-69  
My commission expires:



175689

FILE NUMBER



DOMESTIC

# STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal,  
hereby certify that

AMENDED  
**ARTICLES OF INCORPORATION**

of **KAY HOFF RAMBLER, INC.**  
a domestic corporation of **Vancouver** **Washington,**  
**(Changing name to HOFF FORD, INC.)**

were filed for record in this office at **2:21** o'clock **P. M.**, on this date, and  
I further certify that such Articles remain on file in this office.

Filed at request of \_\_\_\_\_  
**Boettcher & Skimas**  
**Attorneys at Law**  
**Medical Arts Bldg.**  
**Vancouver, Washington**

Filing and recording fee \$ **10.00**

License to June 30, 19\_\_ \$ \_\_\_\_\_

\_\_\_\_ Excess pages @ 25¢ \$ \_\_\_\_\_

Microfilmed, Roll No. \_\_\_\_\_

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In witness whereof I have signed and have  
affixed the seal of the State of Washington to  
this certificate at Olympia, the State Capitol,  
**October 5, 1965**

\_\_\_\_\_  
**A. LUDLOW KRAMER**  
SECRETARY OF STATE



OCT 5 - 1965

## ARTICLES OF AMENDMENT

A. LUDLOW KRAMER  
SECRETARY OF STATE  
BY Mary Cody  
ASSISTANT SUPERVISOR OF CORPORATIONS

IT IS HEREBY CERTIFIED by the undersigned, the President and Secretary, respectively, of KAY HOFF RAMBLER, INC., a Washington corporation, that, at a special meeting of the shareholders of KAY HOFF RAMBLER, INC., held at Vancouver, Washington, on the 10 day of Sept., 1965, pursuant to proper notice, the following amendment to the Articles of Incorporation of KAY HOFF RAMBLER, INC. was adopted by a unanimous vote of all of the outstanding shares of the corporation entitled to vote upon such amendment:

The name of the corporation is KAY HOFF RAMBLER, INC., and the Certificate of Incorporation of said corporation was filed in the Office of the Secretary of State of the State of Washington on the 7th day of December, 1962, and a duplicate original thereof was filed in the Office of the Auditor of Clark County, Washington, on the 10 day of ~~December~~ JANUARY, 1963.

The new name to be assumed by the said corporation is HOFF FORD, INC., amending Article I of the Articles of Incorporation.

DATED this 10 day of Sept., 1965.

K. Hoff  
President  
Jeanne L. Hoff  
Secretary

[Corporate Seal]

STATE OF WASHINGTON )  
                                  ) ss.  
County of Clark        )

ON THIS DAY, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared KAY HOFF and JEANNE L. HOFF, to me known to be the President and Secretary, respectively, of KAY HOFF RAMBLER, INC., now known as HOFF FORD, INC., the corporation that executed the foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS my hand and official seal this 10<sup>th</sup> day of Sept., 1965.

William B. Butler  
NOTARY PUBLIC in and for the  
State of Washington  
Residing at Vancouver

[SEAL]