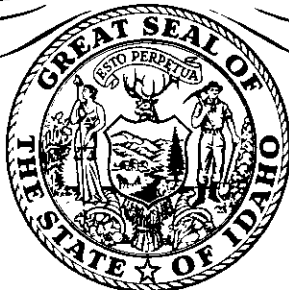


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

**JONES' GARAGE, INC.**

was filed in the office of the Secretary of State on the **Seventh** day  
of **January**, A.D. One Thousand Nine Hundred **Sixty-three** and  
duly recorded on Film No. **122** 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

**Nampa**

in the County of

**Canyon**

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 **7th** day of **January**,  
A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

JONES' GARAGE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a Corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

The name of the Corporation is: JONES' GARAGE, INC.

II.

The purposes for which said Corporation is formed are:

(a) to purchase, acquire, hold, improve, sell, convey, subscribe for, maintain, work, develop, assign, release, mortgage, incumber, lease, hire, invest in, and deal in, real and personal property, of every name and nature, including stocks and securities of other Corporations, and to loan money and take securities for the payment of all sums due the Corporation, and to sell, assign and release such securities; to engage in any and all businesses as may be allowed by law, whether wholesale, retail, for supplying services, or otherwise, and in particular to engage in the garage business in servicing, storing, repairing and otherwise working on and with motor vehicles and machines of every kind and description.

(b) without in particular limiting or restricting any of the powers of the Corporation, the Corporation shall have the power to issue bonds and other obligations and shares of its capital stock in payment for property purchased or acquired by it or any other lawful object in and about its business; to borrow money and to make and issue notes, bonds debentures and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise and to mortgage or pledge any stocks, bonds or other real and personal property; to make and perform contracts of every description; and to do any and all other things and exercise any and all other affairs which a natural person could or would do and exercise that which may now or hereafter be authorized by law.

III.

The period of existence and duration of the life of this Corporation shall be perpetual.

IV.

The location and Post Office address of the registrared office of the Corporation is: Route #2, Box 305, Nampa, Idaho.

V.

The amount of the Capitol Stock of the Corporation shall be Ten Thousand and no/100ths (10,000.00) Dollars, divided into 10000 shares of the par value of \$1.00 per share, which stock shall be issued fully paid and non-assessable, shall all be of one class and each stock holder shall be entitled to one vote for each share of stock held by him.

VI.

The names and Post Office addresses of the incorporators and the number of shares subscribed by each are as follows:

Name	Address	No. of Shares
Lloyd L. Jones	Rt. #2, Box 305, Nampa, Idaho	10 Shares
Neva C. Jones	Rt. #2, Box 305, Nampa, Idaho	10 Shares
Roger D. Burgoyne	1148 No. Orchard Boise, Idaho	1 Shares

VII.

Management of this Corporation shall be vested in a Board of Directors consisting of not more than three members elected by the Stock Holders for a term of ONE year. No person shall be eligiable t o the office of Director who is not a Stock Holder of record. Said Director shall hold office until their successors are elected and qualified.

VIII.

The Officers of this Corporation shall be a President, a Vice-President, Secretary and Treasurer. One person may be Secretary and Treasurer or one person may be Secretary and another Treasurer, at the

discretion of the Board of Directors. Such Officers shall be elected by the Board of Directors and the Board of Directors shall elect and appoint such officers and agents as they may deem advisable and define the authority of each and prescribe their duties.

#### IX.

In furtherance and not in limitation of the powers conferred by law, the Board of Directors are especially authorized:

(a) To sell, convey, buy, lease, or otherwise and acquire, hold and dispose of real and personal property in the name of the Corporation.

(b) To delegate the authority of the Board of Directors in such manners as the Board may desire to the President or other executive officer or officers of the Corporation.

(c) To remove at any time any officer elected or appointed by the Board of Directors.

(d) To amend the By-laws of the Corporation at any regular or special meeting of the Board of Directors called for that purpose.

#### X.

The first annual meeting of the Stock Holders for the election of Directors and trans-action of other business shall be held at Rt. #2, Box 305, Nampa, Idaho, on the third Monday of December, and the annual meeting of the Stock Holders shall be held on the third Monday of December each year thereafter, unless said day is a Holiday in which case the meeting shall be held on the following day which is not a Holiday, at the hour of 10:00 o'clock A.M., The Board of Directors may by resolution duly adopted 30 days before said annual Stock Holders meeting, change the place of the Stock Holders meeting to be held without the State of Idaho as in any such resolution may be provided.

#### XI.

The vote for election of Directors shall be by election conducted in such manner and form as may be provided by law or by the By-laws of the Corporation.

XII.

Special meetings for the **Stock Holders** may be called by the Board of Directors or by a **Stock Holders** in the manner provided by law or by the By-laws of the Corporation and meetings of the Board of Directors may be called by the President or by the Vice-President of the Corporation with notice as required by law.

XIII.

The Board of Directors are expressly authorized without the assent of the vote of the **Stock Holders** to make, alter, amend or rescind the By-laws of this Corporation.

XIV.

These **Articles of Incorporation** may be changed, altered and amended at any **Stock Holders** meeting by the vote of the **Stock Holders** representing the majority of the stock present at such meeting.

XV.

Private property of the **Stock Holders** shall not be liable for Corporate debts.

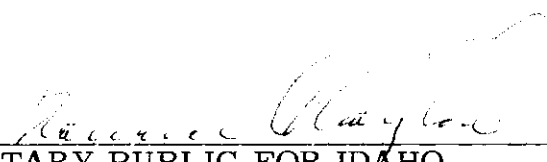
IN WITNESS WHEREOF, We have hereunto set our hands this 31<sup>st</sup> day of December, 1962.

Lloyd L. Jones  
Gene C. Jones  
Robert R. Jones

STATE OF IDAHO     )  
                              :     ss  
COUNTY OF ADA     )

On this 31<sup>st</sup> day of December, 1962, before me the under-  
signed Notary Public in and for the said County and State, personally appeared  
Lloyd L. Jones, Neva C. Jones and Roger D. Burgoyne, known to be to be  
the persons whose names are subscribed to the foregoing 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       

**My Commission expires**  
March 15, 1965.