



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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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

WESTERN LEADS, INC.

was filed in the office of the Secretary of State on the Second day of November A.D. One Thousand Nine Hundred Sixty-six and ~~will be~~ -----microfilm duly recorded on Film No. _____ 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 Boise, in the County of Ada.

~~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 2nd day of November, A.D., 1966.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 WESTERN LEASING, INC.

4
5 KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned,
6 being natural persons of full age and citizens of the United States
7 of America, in order to form a corporation for the purposes herein-
8 after stated pursuant to the Business Corporation Act of the State
9 of Idaho, do hereby certify as follows:

10 I.

11 The name of this corporation is: WESTERN LEASING, INC.

12 II.

13 The purposes for which this corporation is formed are:

14 (a) To buy, sell, deal and lease automobiles, trucks,
15 tractors, trailers, cars, boats and flying machines, and other
16 vehicles, and parts and accessories and kindred articles, and
generally to conduct an automobile business and an automobile
leasing business in all its branches.

17 (b) To engage in, contract and carry on in all its
18 various branches the business of transportation for itself, or for
19 others for hire, of goods, wares and merchandise of every kind and
character, by means of motor trucks, trailers, and any and all
power propelled, drawn or driven vehicles and devices.

20 (c) To build, construct, lease, or otherwise acquire,
21 maintain, own, utilize and operate buildings, storage houses and
22 garages for storing, repairing, caring for and keeping for hire
therein motor trucks, trailers, and any and all other power pro-
pelled, drawn or driven vehicles and devices.

23 (d) To buy, sell, own, lease and operate garages, ser-
24 vice stations, and repair shops, and to carry on all business
incidental thereto.

25 (e) To acquire, own, lease or hold such real and per-
26 sonal property as may be necessary or convenient for the trans-
action of its business.

27 (f) To construct and erect buildings or structures upon
28 and to improve and maintain any and all real property owned, leased
or held by this corporation; and to equip, improve and generally
29 operate any and all personal property owned by this corporation.

30 (g) To purchase, hold, sell and transfer the shares of
31 its own capital stock; provided, it shall not use its funds or pro-
32 perty for the purpose of its own shares of capital stock when such
use would cause any impairment of its capital; and provided further
that the shares of its own capital stock owned by it shall not be
voted upon directly or indirectly.

1 (h) To enter into, make, perform and carry out contracts
2 of every sort and kind which may be necessary or desirable for the
3 furtherance of the business of this corporation, with any persons,
4 firms, corporations, associations, any state, territory, or muni-
5 cipality of the United States or any foreign country, government
6 or body politic.

7 (i) To acquire and hold all or any part of the capital
8 stock, assets, or good will of any business, of any person, firm,
9 association or corporation engaged in any business in whole or in
10 part similar to that of this corporation, consistent with the
11 objects and purposes of this corporation, and to hold, utilize and
12 in any manner dispose of the whole or any part of the stock, assets,
13 good will and rights so acquired and to conduct in any lawful manner
14 in whole or in part any business so acquired, and to undertake or
15 assume the whole or any part of the obligations or liabilities of
16 any person, firm, association or corporation engaged in the busi-
17 ness acquired.

18 (j) To borrow money for any purpose of this corporation,
19 without limit as to amount, and to issue bonds, debentures, notes
20 or other evidences or indebtedness, secured or unsecured, of this
21 corporation for the moneys so borrowed, or in payment for property
22 acquired, or for any other objects or purposes of this corporation,
23 or in connection with its business; to secure payment of such
24 debenture, notes or other obligations by mortgages or pledges or
25 other liens upon any or all of the property of this corporation
26 wheresoever situated.

27 (k) To carry out all or any part of the foregoing ob-
28 jects, or purposes as principal or agent, or otherwise, either
29 alone or in conjunction with any person, association or other
30 corporation and in any part of the world; and in carrying on its
31 business and for the purpose of attaining or furthering any of its
32 objects or purposes, to make and perform such contracts of any kind
and description, to do such acts and such things, and to exercise
any and all such power as a natural person could lawfully make,
perform, do or exercise, provided that the same be not inconsistent
with the objects or purposes of this corporation, or the statutes
of the State of Idaho.

(l) To conduct its business in all or any of its bran-
ches in the State of Idaho, and in any and all other states, terri-
tories, possessions, colonies and dependencies of the United States
of America and in the District of Columbia, and in any or all
foreign countries, and to have one or more offices within or out-
side of the State of Idaho.

(m) The objects as specified herein shall, except as
otherwise expressed, be in no way limited or restricted by refer-
ence to or inference from the terms of any other clause or para-
graph of these Articles. The objects, purposes and powers speci-
fied in each of the clauses or paragraphs in these Articles shall
be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects, and powers
and the enumeration thereof shall not be held to limit or restrain
in any manner the general powers now or hereafter conferred on this
corporation by the statutes of the State of Idaho.

III.

The period of existence and the duration of the life of

1 STATE OF IDAHO)
2 County of Canyon) ss.

3 On this 1st day of November, 1966, before me, the
4 undersigned, a Notary Public in and for said State, personally
5 appeared BILL D. CATES, NETA J. CATES and EARL R. GILES, known to
6 me to be the persons whose names are subscribed to the within in-
7 strument and acknowledged to me that they executed the same, and
8 I further certify that each of said persons acknowledged that they
9 were over the age of 21 years and were each citizens of the United
10 States of America.

11 IN WITNESS WHEREOF, I have hereunto set my hand and af-
12 fixed my official seal the day and year in this certificate first
13 above written.

14 Wm. J. Gray, Jr.
15 Notary Public for Idaho
16 Residing at: Caldwell, Idaho
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GIGRAY, BOYD & DOWNEN
ATTORNEYS AT LAW
CALDWELL, IDAHO