

CERTIFICATE OF INCORPORATION
OF

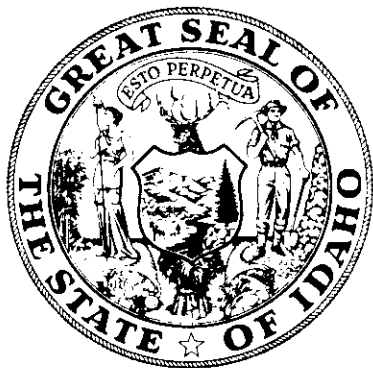
BROADWAY FORD, INC.

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 BROADWAY FORD, INC.

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: **December 19, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

Dec 13 1983

ARTICLES OF INCORPORATION

FOR

BROADWAY FORD, 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:

ARTICLE I.

That the name of the Corporation shall be Broadway Ford, Inc.

ARTICLE II.

The Corporation is formed for the purpose of the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Idaho.

ARTICLE III.

The Corporation is to have perpetual existence.

ARTICLE IV.

The names of the incorporators and their addresses and the shares subscribed by each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
Larry Crnkovich	175 Willow Lane, Blackfoot, ID.	1
Naola Crnkovich	175 Willow Lane, Blackfoot, ID.	1
Monte Crnkovich	431 Alexander Blvd., Blackfoot, ID.	1

ARTICLE V.

The Stock of the Corporation shall be of one class, common, which shall not be subject to assessment for any reason.

There shall be authorized 100,000 shares at a par value of ten cents (10¢) per share.

ARTICLE VI.

The location of the initial registered office of the Corporation shall be in Bonneville County, Idaho at:

980 Broadway, Idaho Falls, ID. 83401

ARTICLE VII.

The initial registered agent of the Corporation shall be:

Larry Crnkovich, 980 Broadway, Idaho Falls, ID. 83401

ARTICLE VIII.

The Board of Directors shall consist of two (2) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, that the number of directors constituting the Board shall not be less than one (1) nor more than seven (7).

The names and addresses of the directors constituting the initial Board of Directors, who shall serve as directors until the first annual meeting or until their successors are elected and qualify are:

Larry Crnkovich, 175 Willow Lane, Blackfoot, Idaho
Naola Crnkovich, 175 Willow Lane, Blackfoot, Idaho

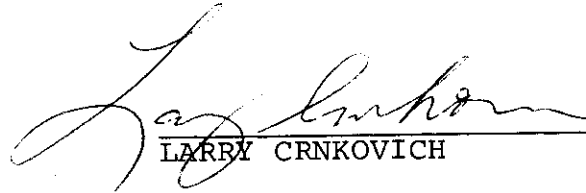
ARTICLE IX.

The Board of Directors by a majority vote shall have the power to repeal and amend the By-Laws and to adopt new By-Laws.

ARTICLE X.

No contract or other transaction between the Corporation and any other Corporation, whether or not a majority of the shares of the capital stock of such corporation is owned by the Corporation, and no act of the Corporation shall be in any way affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are the directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors, or a majority thereof, and any director of the Corporation which is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting or the Board of Directors of the Corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, we have hereunto set our hands this 9
day of December, 1983.



LARRY CRNKOVICH


NAOLA CRNKOVICH


MONTE CRNKOVICH

STATE OF IDAHO)
 :
County of Bingham)

On this 15th day of December, 1983, before me, the undersigned,
a Notary Public for Idaho, personally appeared Larry Crnkovich, Naola
Crnkovich and Monte Crnkovich, known to me to be the persons whose
names are subscribed to the within instrument, and acknowledged to me
that they executed the same.


NOTARY PUBLIC FOR IDAHO
Residing at Blackfoot