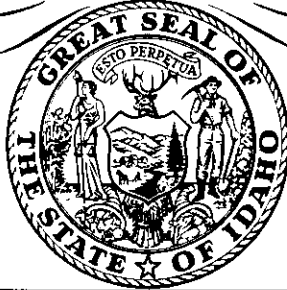


State of Idaho



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

ABERDEEN AUTO SERVICE, INCORPORATED

was filed in the office of the Secretary of State on the **Fourteenth** day of **March,** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **123** 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

Aberdeen

in the County of

Bingham

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 **14th** day of **March**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

of

ABERDEEN AUTO SERVICE, INCORPORATED

KNOWN ALL MEN BY THESE PRESENTS:

That we, the undersigned, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho,

AND WE DO HEREBY CERTIFY:

First: That the name of this corporation is -

ABERDEEN AUTO SERVICE, INCORPORATED

Second: That the purposes for which this corporation is formed are as follows:

1. To operate and maintain a business for the general repair of vehicles, both automobile and truck as well as the wholesale distribution of gasoline and other petroleum products including distribution of retail lubrication and tires, batteries, and accessories; that in addition thereto said corporation shall conduct body repair work for both automobile and truck vehicles as well as participate in field service for all farm equipment in general; and to encourage by advertising and other means of commercial medium to make the same known to the general public; to own real estate, execute contracts and issue promissory notes and all other business activities incidental thereto and essential in the operation of said business.

2. To acquire by bequest, device, gift, purchase or lease, either absolutely or in trust, for any of its purposes, any property, real or personal, without limitation as to the amount or value, except such limitations, if any, as may be imposed by law.

3. To do any and all acts in the line of its business which it may deem necessary, profitable or desirable for the due promotion thereof, to conduct and carry on any other similar business which may be capable of being profitably carried on in connection with this company's business, or to carry on any similar business that is adapted directly or indirectly, to add to the value of the company's property and the profits of its authorized business.

4. In general, to have and exercise all powers, rights and privileges necessary and incidental to carrying out properly the objectives and ob-

jects herein mentioned.

5. It is the intention that each of the powers specified in each of the paragraphs herein, except where otherwise specified, shall not be limited or restricted by reference to or inference from the terms of any other paragraph, or of any other article, but that the powers and the enumerations of specific powers shall not be construed to restrict, in any manner, the general terms and powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature.

Third: That the principal office for the transaction of business of this corporation shall be located at First East Street, Aberdeen, Bingham County, State of Idaho, Post Office mailing address, Box 489.

Fourth: That the number of shares which may be issued by the corporation is Thirty Thousand (30,000) shares and that the par value of each share is One Dollar (\$1.00) and the aggregate par value of all shares is Thirty Thousand Dollars (\$30,000.00); the amount subscribed by each of the three (3) incorporators is as follows:

1. Meryl E. Fenstermaker, Jr., President, 10 shares.
2. Lavoun George, Vice-President, 10 shares.
3. John T. Larson, Secretary-Treasurer, 10 shares.

Fifth: That all of the shares of this corporation shall be classified as Common Shares.

Sixth: That all of the incorporators are of full age and they are all citizens of the United States of America and of Aberdeen, Idaho.

Seventh: That the number of directors which this corporation may have may be fixed by the by-laws of the corporation, that the names of those who are appointed to act until the election and qualification of their successors are as follows:

1. Meryl E. Fenstermaker, Jr. Box 42, Aberdeen, Idaho
2. Lavoun George, Box 93, Aberdeen, Idaho
3. John T. Larson, Box 354, Aberdeen, Idaho

and the residence of each is Aberdeen, Idaho.

Eighth: That the stock of this corporation may be transferred only by operation of law or sale of process after the same has been offered to the stockholders of this corporation; that said offer of sale to the stockholders shall remain open for a period of thirty (30) days; that in the event said stock is transferred by operation of law or by sale and process of law, the

same amount of stock so transferred shall be offered to the other stockholders of this corporation for their purchase. Said stock will be offered from the treasury stock of said corporation. Price of said stock so offered shall be determined by the book value of said corporation stock as set forth in the books of said company.

Ninth: No proxies may be voted by non-stockholders. All proxies to be voted must be held by stockholders present at any meeting at which the proxies are voted.

Tenth: The term and existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this ____ day of March, 1963.

Meryl E. Fenstermaker
MERYL E. FENSTERMAKER, JR.

Lavoun George
LAVOUN GEORGE

John T. Larson
JOHN T. LARSON

1 STATE OF IDAHO)
2 :ss
3 County of Bingham)

4 On this day of March, 1963, before me, the undersigned, a
5 Notary Public in and for said County and State, personally appeared


6 Meryl E. Fenstermaker, Jr.

7 Lavoun George

8 John T. Larson

9 known to me to be the persons whose names are subscribed to the within in-
10 strument, and acknowledged to me that they executed the same in the capacity
11 of individuals and for the purpose of incorporating said Articles of Incorp-
12 oration of Aberdeen Auto Service, Incorporated.

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

15 
16 NOTARY PUBLIC for Idaho
17 Residing: Pocatello, Idaho
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32