



## Department of State.

### CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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

**MANICAN CHEVROLET, INC.,**

was filed in the office of the Secretary of State on the

First

day

of July A.D. One Thousand Nine Hundred Sixty-six and  
will be

duly recorded on Film No. **Microfilm** 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

**Payette,**

in the County of

**Payette.**

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 First day of July, A.D., 19<sup>66</sup>.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
HANIGAN CHEVROLET, INC.

1 KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all  
2 full age citizens of the United States of America, have this day  
3 voluntarily associated ourselves together for the purpose of form-  
4 ing a corporation under and pursuant to the laws of the State of  
5 Idaho, and we do hereby certify:

6 I.

7 That the corporate name of this corporation shall be "HANIGAN  
8 CHEVROLET, INC."

9 II.

10 That the purposes and objects for which said corporation are  
11 formed are as follows:

12 (a) To engage in the business of sale and service of automo-  
13 biles, together with all attendant business and operations connect-  
14 ed therewith.

15 (b) To acquire, buy, own, hold, sell, exchange, let or lease  
16 personal property and real estate within the State of Idaho, or out-  
17 side the State of Idaho, and to lend money for profit, and to make,  
18 hold, and realize upon any property pledged or hypothecated for the  
19 payment thereof.

20 (c) To borrow money for the purposes of this corporation, to  
21 issue bonds, notes and debentures and other evidences of indebted-  
22 ness therefor, and to secure the same by mortgage or pledge of per-  
23 sonal property, including the income of said corporation, or by mort-  
24 gage of real property, executed in trust or otherwise. All or any  
25 portion of the real or personal property of the corporation may be  
26 so pledged, mortgaged or hypothecated.

27 (d) To build any or all buildings, structures, warehouses and  
28 stores and stations necessary or convenient for the conduct of the  
29 business of said corporation, or to acquire the same by purchase,  
30 lease or otherwise.

31 (e) To purchase, lease, or otherwise acquire, in whole or in  
32 part, the business, goodwill, rights, franchises and property of

1 every kind, and to take over the whole or any part of the assets or  
2 liabilities of any person, firm, association or corporation engaged  
3 in or authorized to be conducted by this corporation, or owning prop-  
4 erty necessary or suitable for its purposes and to pay for the same  
5 in cash, in the stock or bonds of this corporation, or otherwise;  
6 to hold or in any manner dispose of the whole or any part of the  
7 business property so acquired, and to exercise all the powers neces-  
8 sary or incidental to the conduct of such business.

9 (f) To enter into any contract, co-operative agreement or  
10 profit sharing plan with its officers or employees that the corpora-  
11 tion may deem advantageous or expedient, or otherwise to reward or  
12 pay such persons for their services as the directors may deem fit.

13 (g) To purchase, or otherwise acquire, own, hold, mortgage,  
14 pledge, sell, assign, transfer or otherwise dispose of shares of  
15 capital stock of this corporation or evidences of indebtedness of  
16 any kind or nature created by any corporation or corporations, wher-  
17 ever organized, whether public or private, including the right to  
18 participate in the forming of any new corporation that in anywise  
19 affects or is related to the major purposes of this corporation,  
20 including the purchase of stock of any other corporation.

21 (h) To exercise generally the powers customarily exercised by  
22 business corporations, and particularly the powers provided by the  
23 laws of the State of Idaho, referring especially to Section 30-114,  
24 Idaho Code, in any State in the United States and throughout the  
25 world.

26 (i) To carry on any other business, or to do anything in con-  
27 nection with the objects and purposes above mentioned that may be  
28 necessary and proper to accomplish successfully or promote the said  
29 objects and purposes. The foregoing clauses, by reason of the  
30 specific enumeration of powers, shall not be held to restrict the  
31 powers of the corporation to do any of the things within the purview  
32 of its general purposes.

III.

This corporation shall have perpetual existence.

IV.

The location and post office address of the registered office  
in this State and principal place of business shall be/Payette,  
Payette County, Idaho.

V.

8       That the authorized capital stock of this corporation shall be  
9       ONE HUNDRED FIFTY THOUSAND and NO/100 (\$150,000.00) DOLLARS, divided  
10      into 1500 shares of common capital stock at the par value of \$100.00  
11      per share, such share of which stock shall be entitled to one vote on  
12      all matters, and no subsequent issue of any stock shall be entitled  
13      to any voting privileges, and no preference or restrictions are  
14      granted to or imposed upon this first issue of 1000 shares of common  
15      capital stock, except that said stock shall be non-assessable.

VI.

17 That the corporate powers of said corporation shall be vested  
18 in a board of directors, three in number, which shall be elected and  
19 chosen as set forth in the By-laws of this corporation.

VII.

21 That the corporate stock of said corporation, at the date of  
22 said incorporation is subscribed as follows:

	<u>Name</u>	<u>Address</u>	<u>Shares</u>
23	<u>Jno T. Hanigan</u>	<u>Payette, Idaho</u> 34 South East Street	<u>2</u>
24	<u>Robert J. Hanigan</u>	<u>Payette, Idaho</u> 34 South East Street	<u>2</u>
25	<u>Richard H. Hanigan</u>	<u>Payette, Idaho</u> 34 South East Street	<u>3</u>
26			
27			

28 All of whom constitute the incorporators of this corporation.

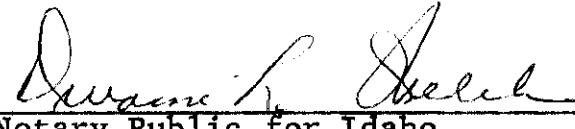
29 IN WITNESS WHEREOF, The persons herein named as incorporators  
30 have hereunto set their hands this 7<sup>th</sup> day of June, 1966.

Mr. J Hanigan  
Robert J. Hanigan  
Richard H. Hanigan

1 STATE OF IDAHO      )  
2      County of Payette      )  
3      ss.

4      On this 7<sup>th</sup> day of June, 1966, before me, the  
5      undersigned, a Notary Public in and for said State, personally appear-  
6      ed JNO T. HANIGAN, ROBERT J. HANIGAN and RICHARD H. HANIGAN, known to  
7      me to be the persons whose names are subscribed to the within Articles  
8      of Incorporation, and acknowledged to me that they executed the same.

9      IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
10      official seal, the day and year in this certificate first above writ-  
11      ten.

12        
13      Notary Public for Idaho,  
14      Residing at Payette, Idaho.