

ARTICLES OF INCORPORATION

OF

BERG AUTO BROKERS, INC.

FILED EFFECTIVE

2007 JAN -9 AM 9:03

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators of a Corporation under the Idaho Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is BERG AUTO BROKERS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the Corporation is organized are: the transaction of any or all lawful business for which Corporation may be incorporated under the Idaho Corporation Act.

FOURTH: The total authorized capital stock which the Corporation shall be authorized to issue shall include the following: 1,000 shares of common stock with no par value per share.

Each outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders.

Payment of dividends and redemption of stock shall be subject to restrictions set forth in the laws of the State of Idaho.

FIFTH: There are no special provisions denying preemptive rights and shareholder preemptive rights shall be determined in accordance with Idaho Law.

ARTICLES OF INCORPORATION - 1

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SIXTH: To the extent permitted by law, the Corporation is authorized to repurchase its own shares and, when so doing, may utilize both unreserved and unrestricted earned surplus and unreserved and unrestricted capital surplus and common and preferred capital and paid in capital.

SEVENTH: The address of the initial registered office of the Corporation is 2225 E. Linden, Caldwell, Idaho 83605, and the name of its initial registered agent at such address is Lanny C. Berg.

EIGHTH: The number of Directors constituting the initial Board of Directors of the Corporation is two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Lanny C. Berg	16172 W. Linden Caldwell, ID 83607
Katherine J. Berg	16172 W. Linden Caldwell, ID 83607

NINTH: The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lanny C. Berg	16172 W. Linden Caldwell, ID 83607
Katherine J. Berg	16172 W. Linden Caldwell, ID 83607

DATED this 8 day of January, 2007.

Lanny C. Berg
Lanny C. Berg

Katherine J. Berg
Katherine J. Berg

STATE OF IDAHO, County of Canyon) ss

On this 8th day of January, 2007, before me, the undersigned, a Notary Public in and for said State, personally appeared LANNY C. BERG and KATHERINE J. BERG, known or identified to me to be the persons whose names are subscribed to the within 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.

Amy Stein
Notary Public for Idaho
Residing at: Nampa, Idaho
My Commission Expires: 07-05-07

