



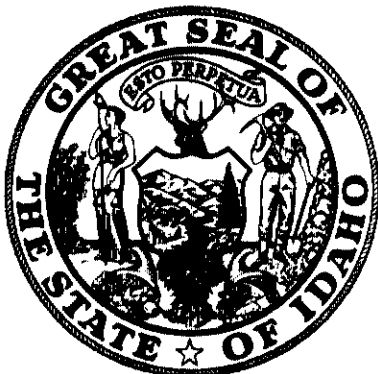
**CERTIFICATE OF INCORPORATION
OF**

VALLEY AUTO, 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 the above named corporation, 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: June 18, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Eugene M. Zabala*

92586

ARTICLES OF INCORPORATION

The undersigned person(s) of the age of Twenty One (21) years, or more, for the purpose of forming a corporation under the Laws and Statutes of the State of Idaho, adopt(s) the following articles of incorporation for such corporation:

ARTICLE ONE. (NAME) The name of the corporation shall be VALLEY AUTO, INC..

ARTICLE TWO. (DURATION) The period of duration of the corporation shall be perpetual.

ARTICLE THREE. (PURPOSES) The purposes for which the corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the &STATE-OF-INCORPORATION Business Corporations Act.

ARTICLE FOUR. (CAPITALIZATION) The aggregate number of shares that the corporation shall have authority to issue is 100,000 shares of common stock, with a par value of One Dollar (\$1.00) per share. There shall be no preferred stock. Each share shall have one (1) vote and shall be non-assessable.

ARTICLE FIVE. (PREEMPTIVE RIGHTS) The Shareholders shall have the preemptive right to acquire additional shares of the corporation.

ARTICLE SIX. (REGISTERED OFFICE AND REGISTERED AGENT) The address of the initial registered office of the

corporation shall be 277 N. 4200 E., Rigby, Idaho 83442 and the initial registered agent of the Corporation at such address shall be Wade Monroe.

ARTICLE SEVEN. (DIRECTORS) The number of directors constituting the initial board of directors of the Corporation is 3. The names and the addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Wade Monroe	277 N. 4200 E. Rigby, Idaho 83442
Danny Monroe	279 N. 4200 E. Rigby, Idaho 83442
Bret Hamilton	277B N. 4200 E. Rigby, Idaho 83442

ARTICLE EIGHT. (INCORPORATORS) The name(s) and address(es) of each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Wm H. Mulberry	320 W. Ririe Hyway Ririe, Idaho 83443

In witness whereof, the incorporator(s) has/have executed these Articles of Incorporation in duplicate on the 15th day of June, 1990.


Wm H. Mulberry