



**CERTIFICATE OF INCORPORATION
OF**

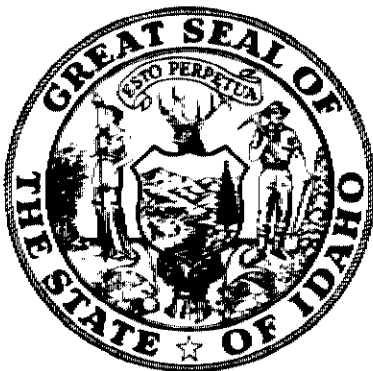
EAST IDAHO CHEVROLET DEALERS ADVERTISING ASSOCIATION, INC.

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 **EAST IDAHO**
CHEVROLET DEALERS ADVERTISING ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 **November 14**, 19 **88**.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

of

EAST IDAHO CHEVROLET DEALERS ADVERTISING ASSOCIATION, INC.

A Nonprofit Corporation

KNOW ALL MEN BY THESE PRESENTS:

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Nonprofit Corporation Act.

1. Name.

The name of this nonprofit corporation is EAST IDAHO CHEVROLET DEALERS ADVERTISING ASSOCIATION, INC.

2. Nonprofit Corporation.

This corporation is a nonprofit corporation organized under the Idaho Nonprofit Corporation Act.

3. Duration.

This nonprofit corporation shall have perpetual duration.

4. Purposes.

This nonprofit corporation is formed for the following purposes:

To manage special advertising to further the sales of automobiles and trucks sold by the members of the Corporation within the respective areas they serve.

To achieve the specific purposes listed above this nonprofit corporation shall have all power to perform those functions authorized for nonprofit corporations by the Idaho Nonprofit Corporations Act including those functions and powers specifically enumerated in Section 30-307, Idaho Code.

5. Membership.

The corporation shall have members and qualification and procedure for admission to membership shall be as set forth in the Bylaws of the corporation.

6. Registered Agent and Office.

The name of the initial registered agent and the name of the initial registered office of the corporation is DAVID TAYLOR, POST OFFICE BOX 155, 871 SOUTH YELLOWSTONE, REXBURG, IDAHO 83440.

7. Directors.

The initial Board of Directors shall consist of eight (8) directors whose names and addresses are as follows:

DAVID TAYLOR
POST OFFICE BOX 155
871 SOUTH YELLOWSTONE
REXBURG, IDAHO 83440

STAFFORD SMITH
SMITH CHEVROLET
POST OFFICE BOX 1896
IDAHO FALLS, IDAHO 83401

JACK FARNS
MONTE WIGHT CHEVROLET
POST OFFICE BOX 54
RIGBY, IDAHO 83442

GLENN HUFF
GLEN'S CHEVROLET
POST OFFICE BOX 1647
POCATELLO, IDAHO 83402

ALLAN PACKER
PACKER CHEVROLET
126 WEST FIRST SOUTH
ST. ANTHONY, IDAHO 83445

GEORGE SOUTH
COUNTRY CHEVROLET
235 ROOSEVELT
AMERICAN FALLS, IDAHO

DARRELL NICHOLS
RIVERSIDE SALES
POST OFFICE BOX 370
BLACKFOOT, IDAHO 83221


MARLIN G. BLAYDEN
QUALITY MOTORS
POST OFFICE BOX Q
SALMON, IDAHO 83467-0480

8. Incorporator.

The name and address of the incorporator(s) are as follows:

DALE P. THOMSON, ESQ.
HOOPES & THOMSON
POST OFFICE BOX 70
130 EAST MAIN STREET
REXBURG, IDAHO 83440

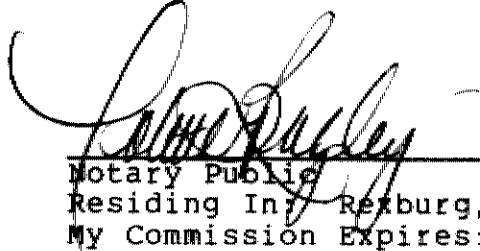
DATED this 24th day of October, 1988.


Dale P. Thomson, Esq.
HOOPES & THOMSON

STATE OF IDAHO
COUNTY OF MADISON

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:SS
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On this 24th day of October, in the year of 1988, before me, a Notary Public in and for said State, personally appeared DALE P. THOMSON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



Notary Public
Residing In: Rexburg, Idaho
My Commission Expires: 10/1/92