

ARTICLES of INCORPORATION
prepared on December 28, 1999

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INCORPORATOR:

Name: Donald J Blanchard
Street Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-1418

CORPORATION NAME:

Legal Name: The Mechanic, inc.
Trade Name: The Mechanic

PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:

Street Address: 138 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
County: Kootenai
Telephone: (208)762-1418

Mailing Address: 138 W Hilgren Ave
City, State, Zip: Hayden, ID 83835

BUSINESS ACTIVITIES:

This corporation will begin on January 01, 2000, with an initial number of employees of approximately 2, and anticipated first year gross revenues of approximately \$50,000.00.

The primary activities of the corporation can be described as follows: Auto Repair and Service..

GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: Hayden, Id..

STOCK:

The corporation will authorize the following number of shares: 10,000

The shares will be: no par value

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

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The shareholders will be required to first offer their shares to the corporation before selling to other parties.

FISCAL YEAR:

The fiscal year of the corporation will end each year on December 31.

DIRECTORS:

The following persons will be the initial directors of the corporation:

Name: Donald J Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

Name: Gayle M Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

The terms of the regular directors will be staggered and the directors will be divided into 2 groups.

Each director will serve for a term of 2 year(s). The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

OFFICERS:

The following persons will be elected to fill the respective offices:

President: Donald J Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

Vice President: Gayle M Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

Treasurer: Donald J Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

Secretary: Gayle M Blanchard

Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President

The officers are authorized to do the following:

Open a corporate bank account
Obtain a bank loan
Elect Subchapter "S" tax status
Lease office space

Employment agreements will be authorized with the following officers:

Donald J Blanchard

Gayle M Blanchard

SHAREHOLDERS:

Name: Donald J Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757
Percentage ownership of corporation: 50.00%
Amount to contribute: \$5,000.00

Name: Gayle M Blanchard
Address: 112 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757
Percentage ownership of corporation: 1.00%
Amount to contribute: \$100.00

VOTING:

All matters that require a vote of shareholders shall be approved by a simple majority vote.

Action may be taken without a meeting if all of the shareholders consent to the action in writing.

An amendment to the bylaws shall be approved by a simple majority vote.

MEETINGS:

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

ORGANIZATIONAL EVENTS:

Date of first annual shareholders meeting: January 31, 2000

Time: 9:00 PM

Location: Hayden, ID

FRINGE BENEFITS:

The owners are interested in establishing the following:

Health care plan for employees

Life insurance benefits for employees

Pension or profit-sharing plan

SEAL:

The corporation will not have a corporate seal.

STOCK CERTIFICATES:

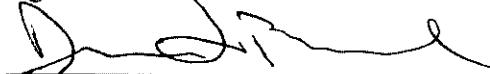
The corporation will issue stock certificates.

REGISTERED AGENT:

The name and address of the registered agent of the corporation is:

Name: Donald J Blanchard
Company Name: The Mechanic, inc.
Address: 138 W Hilgren Ave
City, State, Zip: Hayden, ID 83835
Telephone: (208)762-5757

Signed:

 2-21-00
Donald J Blanchard - President

 2-21-00
Gayle M Blanchard - Vice President