

State of Idaho



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

B & C SALES, INC.

was filed in the office of the Secretary of State on the **Twenty-fifth** day
of **November** A.D. One Thousand Nine Hundred **Sixty-six** and
will be ~~microfilm~~ duly recorded on Film No. 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
Lewiston, in the County of **Blaine Parca.**

~~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 **25th** day of **November**,
A.D., 19**66**.

Secretary of State.

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ARTICLES OF INCORPORATION

OF

B & G SALES, INC.

KNOW ALL MEN BY THESE PRESENTS: that we, the under-
signed, at least two-thirds of whom are citizens of the United
States, and of full legal age, have this day voluntarily associated
ourselves together for the purpose of forming a corporation under
the laws of the State of Idaho, and we hereby certify in writing:

I.

The name of said corporation shall be B & G SALES,
INC.

II.

The objects and purposes for which the corporation
is formed are to engage in motor vehicle sales and services in all
its branches, including the sale and repair of new and used motor
vehicles and parts thereof, at wholesale and retail, including all
kinds of services and merchandising whether associated with auto-
mobile or automotive equipment or not, and to engage in all
businesses and to do all acts permitted by law; and to conduct and
operate all lines of business in connection with or incidental to
any of the foregoing, and in connection with any of the foregoing
to acquire, lease, own, handle, improve, and to mortgage, pledge
or otherwise encumber, sell, contract to sell, or lease or other-
wise dispose of any and all types of real or personal property;
to own, vote, sell, pledge or otherwise dispose of and deal in the
shares of this corporation or any other corporation, and to do all
acts permitted by the foregoing and by I.C. 30-114, and all laws
amendatory thereof or supplemental thereto; in fact, to do any
and all things that may be necessary or pertinent or expedient in
connection with or to accomplish any of the foregoing objectives.

III.

The registered office and place where the principal business of said corporation is to be transacted is at the office of the company at 355 Thain Road in Lewiston, Nez Perce County, Idaho.

IV.

The duration of this corporation and the term of its existence is perpetual.

V.

The number of directors of said corporation shall be three, each of whom must be a shareholder. The number of directors may be increased by the shareholders at any regular meeting or at any special meeting of which notice of such purpose is given. A director shall hold office for the term for which he was named or elected, or until his successor is elected and qualified.

VI.

The total authorized shares of the capital stock of said corporation is 1000 shares of the par value of \$100.00 per share, making total authorized capital stock \$100,000.00. Each share entitles its holder to one vote without preference; the stock shall be common stock and shall be non-assessable.

VII.

The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the directors by their majority vote. The directors shall not make or alter any By-Laws fixing their qualifications, classifications, term of office or compensation. The board of directors shall be, and they hereby are, authorized to determine the value of any property or considerations, other than money, which is offered, tendered or paid for corporate stock.

VIII.

The amount of capital stock of the corporation which has actually been subscribed is three shares, which shares have been subscribed to by the following named persons, who are also the incorporators, and the names and addresses of said incorporators, and the amount of stock subscribed by each, are as follows:

NAME	ADDRESS	SHARES
H. CLAY GARRISON	355 Thain Road Lewiston, Idaho	1
LEONARD E. KRAMER	355 Thain Road Lewiston, Idaho	1
ROBERTA WELKER	824 Bryden Drive Lewiston, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 23rd day of November, 1966.

H. Clay Garrison SEAL
H. CLAY GARRISON

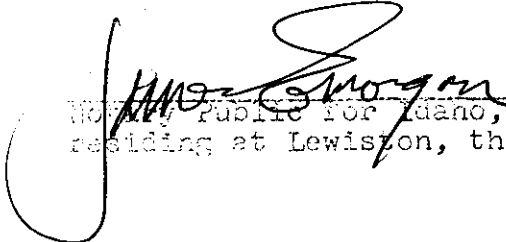
Leonard E. Kramer SEAL
LEONARD E. KRAMER

Roberta Welker SEAL
ROBERTA WELKER

1 STATE OF IDAHO
2 COUNTY OF NEZ PERCE } ss.
3

4 On this 23rd day of November, 1966, before me, the
5 undersigned, a Notary Public in and for said State, personally
6 appeared H. CLAY GARRISON, JEREMY M. KEAMER, AND ROBERTA
7 WELKER, known to me to be the persons whose names are sub-
8 scribed to the within instrument, and acknowledged to me
9 that they executed the same.

10 IN WITNESS WHEREOF, I have hereunto set my hand
11 and affixed my official seal this day to-wit: first above
12 written.
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15 
16 Notary Public for Idaho,
17 residing at Lewiston, therein.
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