



**CERTIFICATE OF INCORPORATION  
OF**

**G & S KAR PARTS, 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: . January 24, 1989



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *[Signature]*

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SEC. OF STATE

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ARTICLES OF INCORPORATION  
OF  
G & S KAR PARTS, INC.

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

Article I

The name of the corporation shall be G & S KAR PARTS, INC.

Article II

The period of its duration is perpetual.

Article III

The purpose or purposes for which the corporation is organized are: to carry on the business of retail sales of automobile parts and accessories, any lawful activity related to such business and the transaction of any or all other lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

Article IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 with no par value.

Article V

There are no provisions denying preemptive rights.

Article VI

The mailing address of the initial registered office of the corporation is 440 North Main, Mountain Home, Idaho 83647, and the name of its initial registered agent at such address is Edmond L. Loosli. The physical address of the registered agent is also 440 North Main, Mountain Home, Idaho 83647.

## Article VII

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 meeting of shareholders or until their successors are elected are:

NAME	ADDRESS
Edmond L. Loosli	440 North Main Mountain Home, Idaho 83647
Gary B. Wagner	504 West 4th North Mountain Home, Idaho 83647

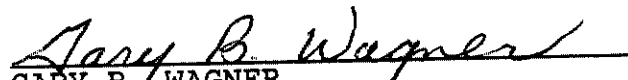
## Article VIII

The name and address of the incorporators are:

NAME	ADDRESS
Edmond L. Loosli	440 North Main Mountain Home, Idaho 83647
Gary B. Wagner	504 West 4th North Mountain Home, Idaho 83647

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned incorporators have executed these Articles of Incorporation this 19th day of January, 1989.

  
EDMOND L. LOOSLI

  
GARY B. WAGNER

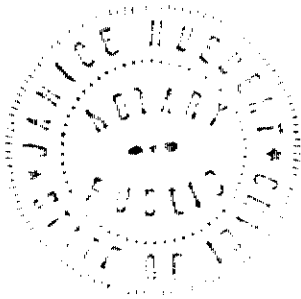
STATE OF IDAHO )

: SS.

County of Elmore )

On this 19<sup>th</sup> day of January, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared EDMOND L. LOOSLI and GARY B. WAGNER, known to me to be the persons whose names are subscribed to the within and foregoing 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.



Jamie Huebert  
Notary Public for Idaho  
Residing at Mountain Home, Idaho  
My Commission Expires: 4/27/91