

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

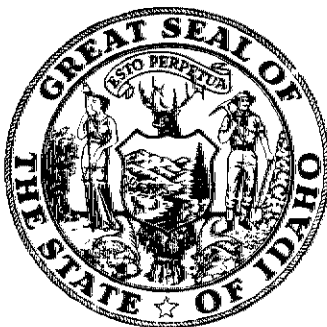
LARRY H. MILLER CORPORATION - BOISE

File number C 120478

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LARRY H. MILLER CORPORATION - BOISE for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to LARRY H. MILLER CORPORATION - BOISE to transact business in this State under the name LARRY H. MILLER CORPORATION - BOISE and attach hereto a duplicate original of the Application for such Certificate.

Dated: August 8, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Larry H. Miller Corporation - Boise
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Utah
4. Its date of incorporation is 4/10/97 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
5650 South State Street, Murray, Utah 84107
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 1101 West River Street, Suite 200,
Boise, ID 83701, and its registered agent in Idaho at that address is Jed W. Manwaring
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Buy and sell or lease new/used vehicles
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Lawrence H. Miller</u>	<u>Secretary/Treasurer</u>	<u>5650 S. State, Murray, UT 84107</u>
	<u>Director</u>	
<u>Karen G. Miller</u>	<u>President/Director</u>	<u>5650 S. State, Murray, UT 84107</u>
<u>Clyde Wheeler</u>	<u>Vice President</u>	<u>9380 W. Fairview, Boise, ID 83704</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: 4-18-97

Larry H. Miller Corporation - Boise

(Corporation name)

By _____

Lawrence H. Miller
Its ~~President Vice President Secretary and Assistant Secretary~~
(please specify)

IDaho SECRETARY OF STATE

08/08/1997 09:00
CK: 24274 CT: 68447 DN: 26294

1 2100.00 = 100.00 AUTH PRO

08/04/97

--- STATE OF UTAH - DEPARTMENT OF COMMERCE ---
--- CERTIFICATION OF GOOD STANDING ---

14:31:52

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE HEREBY CERTIFIES THAT

LARRY H. MILLER CORPORATION - BOISE

IS A UTAH CORPORATION AND IS QUALIFIED TO TRANSACT BUSINESS IN THE STATE OF UTAH. A CERTIFICATE OF INCORPORATION WAS ISSUED FROM THIS OFFICE ON 04-10-1997 AND SAID CORPORATION IS IN GOOD STANDING, AS APPEARS OF RECORD IN THE OFFICES OF THE DIVISION.

FILE # 199536

DATED THIS 4TH DAY
OF AUGUST, 1997

THIS CERTIFICATION IS NOT VALID
UNLESS PRINTED ON PAPER DISPLAYING
THE STATE SEAL IN BLUE, THE
DIVISION SEAL IN GOLD, AND THE
DIVISION DIRECTOR'S SIGNATURE.

REMOTE ACCESS CERTIFICATION # 272517



Karla S. Woods

Karla T. Woods
Director, Division of
Corporations and Commercial Code