

FILED EFFECTIVE

2012 MAY 15 PM 2:02

SECRETARY OF STATE
STATE OF IDAHO**CERTIFICATE OF ORGANIZATION
OF
VALLEY CARS, LLC**

The undersigned hereby execute the following Certificate of Organization of Valley Cars, LLC, an Idaho limited liability company, pursuant to Section 53-608 of the Idaho Code.

I - NAME

The name of the limited liability company is Valley Cars, LLC (the Company).

II - REGISTERED OFFICE AND AGENT

The mailing address of the Company's registered office is P.O. Box 1543, Driggs, Idaho 83422. The street address of the Company's registered office is 402 North Front Street, Building C, Driggs, Idaho 83422. The Company's registered agent at such addresses is David Ridill.

III - PRINCIPAL PLACE OF BUSINESS

The street address of the Company's principal place of business is 402 North Front Street, Driggs, Idaho 83422.

IV - MANAGEMENT AND INITIAL MANAGERS

Management of the Company is vested in its members. The name and mailing addresses of the Company's initial manager are as follows:

David Ridill
P.O. Box 1543
Driggs, Idaho 83422

V - MEMBER LIABILITY

A member of the Company shall not be personally liable to the Company, its other members or its economic interest owners for monetary damages for conduct as a member, except for (a) acts or omissions that involve intentional misconduct or a knowing violation of the law by the director, (b) unpermitted distributions and loans, or (c) any transaction from which the member will personally receive a benefit in money, property or services to which the member is not legally entitled. If the Idaho Limited Liability Company Act is amended to authorize limited liability company action further eliminating or limiting the personal liability of members, then the liability of a member of the Company shall be eliminated or limited to the fullest extent permitted by the Idaho Limited Liability Company Act, as so amended. Any repeal or modification of this paragraph by the members of the Company shall not adversely affect any right or protection of a member of the Company existing at the time of such repeal or modification.

IDAHO SECRETARY OF STATE
05/15/2012 05:00
CK: 995884 CT: 172899 BH: 1324271
1 @ 100.00 = 100.00 ORGAN LLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

W113874

DATED this 18th day of April, 2012.



David Ridill

CONSENT TO SERVE AS REGISTERED AGENT

I, David Ridill, hereby consent to serve as registered agent in the State of Idaho for Valley Cars, LLC, an Idaho limited liability company. I understand that as registered agent for the limited liability company, it will be my responsibility to accept service of process in the name of the limited liability company, to forward all mail and license renewals to the appropriate members of the limited liability company, and to immediately notify the Office of the Secretary of State of my resignation or of any change of address of the registered office of the limited liability company for which I am agent.

DATED this 19th day of April, 2012.



David Ridill