



CERTIFICATE OF INCORPORATION  
OF

F.A.M. Automotive Corporation

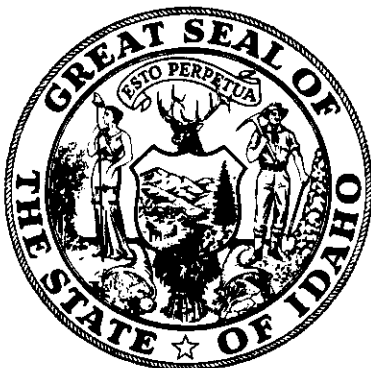
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

F.A.M. Automotive 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 18, 19 80.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

Articles of incorporation  
of  
the F.A.M. Automotive Corporation

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as the corporation) pursuant to the provisions of The Idaho Corporation Act, as amended (hereinafter referred to as the act), execute the following articles of incorporation.

Article 1.

Name

The name of the corporation is the F.A.M. Automotive Corporation.

Article 2.

Term of Existence

The period during which the corporation shall continue is perpetual.

Article 3.

Purposes

The purposes for which the corporation is formed are :

Section 1. To Engage in the Automotive Repair Business. To render professional services in the form of labor (by removing, adjusting, rebuilding, testing, machining, replacing) or any labor of a kindred character. To acquire (by purchase, exchange, manufacture, lease, hire, rebuild or otherwise), sell at wholesale and retail, and deal in and with vehicle parts, and goods and articles of a kindred character, and the raw materials of which they are made, and any and all supplies, tools, appliances, and machinery for using and making the same, or any part thereof, and to engage in all allied and incidental lines of business.

Section 2. Capacity to Act. To have the capacity to act possessed by natural persons, but to have authority to perform only such acts as are necessary, convenient or expedient to accomplish the purposes for which it is formed, and such as are not repugnant to law.

Section 3. Rights, Privileges and Powers. Subject to any limitations or restrictions imposed by law, or by these articles of incorporation, to have and exercise all the general rights, privileges and powers specified in section 30-1-4 of the act.

Section 4. Limiting Clause. Nothing in this article contained shall be construed to authorize the conduct by the corporation of rural loan and savings associations, credit unions, or a banking, railroad, insurance, surety, trust, safe deposit, mortgage guarantee, or building and loan business, or to authorize the corporation to carry on the business of receiving deposits of money, bullion, or foreign coins, or of issuing bills, notes or other evidences of debt for circulation as money.

Article 4.

Amount of Capital Stock

The total number of shares into which the authorized capital stock of the corporation is 100 shares without par value.

Article 5.

Terms of Capital Stock

Section 1. Consideration for Capital Stock. All one hundred (100) shares of the capital stock of the corporation shall be issued for cash at \$5. per share.

Section 2. Capital. The aggregate net amount of the consideration received by the corporation from the sale of its capital stock shall be the beginning capital of the corporation.

Section 3. Dividends. Such dividends as may be determined by the board of directors (after giving due consideration to the needs of the corporation for adequate reserves and working capital) may be declared and paid upon the capital stock from time to time out of the surplus earnings or net profits of the corporation.

Article 6.

Voting Rights of Capital Stock

Every owner of the capital stock of the corporation shall have the right, at every shareholders meeting, to one vote for each share of stock standing in his name on the books of the corporation.

Article 7.

Principal Office and Resident Agent

The post office address of the principal office of the corporation is 208 #13 East 37<sup>th</sup> Street Garden City, Idaho. Zip Code 83704; and the name and post office address of its resident agent in charge of such office is Eugene F. Creste, 10141 Crown Dr. Boise, Idaho. Zip Code 83709.

Article 8.

Data Respecting Directors

Section 1. Number. The number of directors of the corporation is two (2).

Section 2. Qualifications. Directors need not be shareholders of the corporation. A majority of the directors at any time shall be citizens of the United States.

Article 9.

Further Data Respecting Directors

Section 1. Names and Post Office Addresses. The names and post office addresses of the first board of directors of the corporation are as follows: Eugene F. Creste 10141 Crown Dr. Boise, Idaho. Zip Code 83709. Kathryn A. Creste 10141 Crown Dr. Boise, Idaho. Zip Code 83709.

Section 2. Citizenship. All ( or as case may be ) of such directors are citizens of the United States.

Article 10.

Data Respecting Incorporators

Section 1. Names and Post Office Addresses. The names and post office addresses of the incorporators of the corporation are as follows: Eugene F. Creste 10141 Crown Dr. Boise, Idaho. Zip Code 83709. Kathryn A. Creste 10141 Crown Dr. Boise, Idaho. Zip Code 83709.

Section 2. Age and Citizenship. All of such incorporators are of lawful age; and all of such incorporators are citizens of the United States.

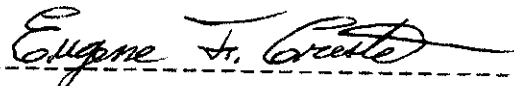
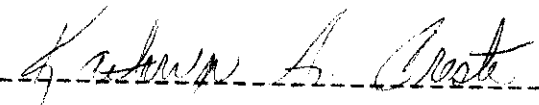
Section 3. Compliance with Provisions. The undersigned incorporators hereby certify that the persons intending to form the corporation first caused lists for subscriptions to the shares of the capital stock of the corporation to be opened at such time and place as they determined; when such subscriptions had been obtained in an amount of \$500., such persons, called a meeting of such subscriber for the purpose of designating the incorporators and of electing the first board of directors; the incorporators so designated are those named in section 1. of this article; and the directors so elected are those name in section 1 of article 9.

Article 11.

Additional Powers of Directors

In addition to the powers and authorities hereinabove or by statute expressly conferred, the board of directors is hereby authorized to exercise all such powers and do all such acts and things as may be exercised or done by a corporation organized and existing under the provisions of the act.

The undersigned, being all of the incorporators designated in article 10, execute these articles of incorporation and certify to the truth of the facts herein stated, this 17 day of January 1980.

  
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