



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

JENSEN-WOOD MOTOR COMPANY

was filed in the office of the Secretary of State on the 4th day of October A.D., One Thousand Nine Hundred seventy-four and will be / duly recorded on ~~Film~~ No. microfilm 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 Montpelier, Idaho in the County of Bear Lake

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 6th day of October, A.D., 1974.

Pete T. Cenarrusa  
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION  
OF  
JENSEN-WOOD MOTOR COMPANY  
\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5A, do hereby certify as follows:

I.

The name of the Corporation is Jensen-Wood Motor Company.

II.

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the Corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Idaho, including, but not limited to the following:

- a. To assemble, purchase, exhibit, demonstrate, sell, lease and otherwise deal in new and used: automobiles, motor trucks, trailers, agricultural tractors, machinery, apparatus and equipment, and all other kinds of mechanically propelled vehicles, machines and contrivances for the transfer, carriage or transportation of goods or passengers;
- b. To repair, reconstruct and overhaul automobiles, motor trucks, tractors, farm machinery and all other mechanically propelled vehicles;
- c. To purchase and sell motors, engines, chassis, bodies, tires, parts, supplies and accessories for all motor vehicles of all kinds and makes;
- d. To buy and sell gasoline, kerosene, lubricating oils and greases, anti-freezes and other supplies for all types and kinds of motor

vehicles and tractors. To establish, maintain, and operate a gasoline filling station; to repair tires and lubricate and wash cars; and to do everything ordinarily done by those engaged in that line of business.

e. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge, and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

### III.

This corporation shall have all the power, authority and capacity set forth in Section 30-114 of the Idaho Code, as now enacted or hereafter amended, including but not limited to the following:

1. To sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;
2. To have and use a corporate seal which may be altered at pleasure;
3. To appoint such officers, employees and agents as the business of the corporation may require, and to allow them compensation;
4. To make by-laws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

5. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its affairs, and the purposes of the Corporation.

6. To do all acts as are necessary and expedient to accomplish its stated purposes.

IV.

The corporation shall have perpetual existence.

V.

The location and post office address of the registered office of the Corporation is 205 North 4th Street, Montpelier, Idaho.

VI.

The total authorized number of shares of capital stock which the corporation shall have authority to issue is 250, all of which are to be without par value. Any non-issued shares herein authorized may be issued from time to time by the corporation in such manner, amounts and proportions, and for such consideration as shall be determined from time to time by the board of directors.

VII.

At all elections of the directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for those provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number of directors to be voted for, or any two or more of them, as he may see fit.

VII.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

Frances Jean Jensen	320 Garfield Montpelier, Idaho 83254	1 share
Terrell D. Jensen	318 Garfield Montpelier, Idaho 83254	1 share
Derrell E. Jensen	Jackson, Wyoming	1 share

IN WITNESS WHEREOF, we have hereunto set our hands this 3<sup>rd</sup> day of October, 1974.

Frances Jean Jensen  
Frances Jean Jensen

Terrell D. Jensen  
Terrell D. Jensen

Derrell E. Jensen  
Derrell E. Jensen

STATE OF IDAHO                   )  
  )ss  
COUNTY OF BANNOCK        )

On this 3<sup>rd</sup> day of October, 1974, before me the undersigned, Notary Public, personally appeared FRANCES JEAN JENSEN, TERRELL D. JENSEN and DERRELL E. JENSEN, known to me to be the persons whose names are subscribed to the within 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.

Samuel A. Jones  
Notary Public for Idaho  
Residing at Pocatello, Idaho