

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

AUTOMOTIVE SPRINGS & OVERLOADS, 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: June 1, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By *Jamie Chadwick*

**ARTICLES OF INCORPORATION  
FOR  
AUTOMOTIVE SPRINGS & OVERLOADS, INC.**

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KNOW ALL MEN BY THESE PRESENTS:

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

**ARTICLE I.**

**NAME**

The name of the corporation is Automotive Springs & Overloads, Inc.

**ARTICLE II.**

**DURATION**

The period of duration of this corporation is perpetual.

**ARTICLE III.**

**PURPOSES**

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**ARTICLE IV.**

**CAPITAL STOCK**

The total authorized capital stock of the corporation shall be \$100,000.00 divided into 10,000 shares of a par value of \$10.00 per share and all of such capital stock shall be common stock.

ARTICLE V.

PREEMPTIVE RIGHTS

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The shareholders of this corporation shall have the first right to purchase unissued or treasury shares in proportion to their share ownership. This preemptive right shall apply to shares issued to directors, officers or employees unless the issuance is pursuant to an employment plan authorized by a vote of not less than fifty-one (51%) of the shares entitled to vote thereon. Likewise, this preemptive right shall apply to shares to be issued for consideration other than cash.

ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is:  
Scott Yagues, 470 West 16th Street, Idaho Falls, Idaho 83401.

ARTICLE VII.

BOARD OF DIRECTORS

The following named directors shall constitute the original Board of Directors of the Corporation and shall serve as Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify:

NAME:

ADDRESS:

Donald Yagues

1260 Bluebird Lane, Idaho Falls, ID 83402

Scott Yagues

1885 East First Street, Idaho Falls, ID  
83401

The number of directors may be increased or decreased pursuant to the By-Laws of the corporation.

ARTICLE VIII.

INCORPORATOR

The name and address of the incorporator is: Scott Yagues, 470 West 16th Street, Idaho Falls, Idaho 83401.

IN WITNESS WHEREOF, the undersigned has caused these Articles to be executed this 26th day of May, 1992.

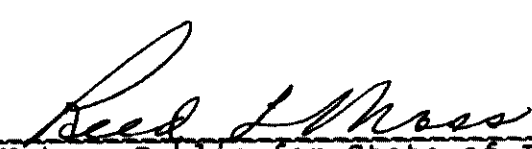
  
\_\_\_\_\_  
Scott Yagues, Incorporator

STATE OF IDAHO                    )  
                                      ) ss.  
County of Bonneville            )

On this 26th day of May, 1992, before me, Reed L. Moss, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Scott Yagues, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he 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.

(SEAL)

  
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Notary Public for State of Idaho  
Residing at: Idaho Falls  
My Commission Expires: 2-26-94

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