

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

CARPORT, 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 \_\_\_\_\_

CARPORT, INC.

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: **August 13, 1984**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

AUG 9 9 30 AM '84  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
FOR

CARPORT, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being natural persons of full age, citizens of the United States, and residents of the State of Idaho, do hereby voluntarily associate for the purpose of forming a private corporation under the laws of the State of Idaho.

ARTICLE I

The name of this Corporation shall be Carport, Inc.

ARTICLE II

The purposes for which this Corporation is formed are all those permitted by the laws of the State of Idaho, and include:

1. Buying, selling and leasing all types of motor vehicles, including, but not limited to cars, pick-ups, trucks, motorhomes, vans, etc. and related business, i.e. repairs and maintenance of motor vehicles, selling of motor vehicle parts and accessories.
2. To sue and be sued, complain and defend, in its corporate name.
3. To have a corporate seal which may be altered at pleasure, and to use it by causing it, or a facsimile, to be impressed or affixed or in any other manner reproduced.
4. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.
5. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
6. To lend money and use its credit to assist its employees.
7. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend,

pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

9. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

10. To conduct its business, carry on its operations and have offices and exercise the powers granted by this act, within or without this State.

11. To elect or appoint officers and agents of the Corporation, and define their duties and fix their compensation.

12. To make and alter bylaws, not inconsistent with its articles of incorporation, or with the laws of this state, for the administration and regulation of the affairs of the Corporation.

13. To make donations for the public welfare or for charitable, scientific or educational purposes.

14. To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

15. To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees.

16. To be a promoter, partner, member, associate, or manager of any partnership, joint venture, trust or other enterprise.

17. To have and exercise all powers necessary or convenient to effect its purposes.

18. The objects, as specified herein, shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles,

shall be regarded as independent objects, purposes, and powers. They shall not be held to limit the general powers, now, or hereafter conferred, on this Corporation by the statutes of the State of Idaho.

#### ARTICLE III

The period for the duration of the existence of this Corporation is perpetual.

#### ARTICLE IV

The location and post office address of its registered office is: 2732 Poleline, P.O. Box 4552, Pocatello, Idaho, 83204, and the Corporation's registered agents at that address are: Joseph Christofferson or Ron Rene'.

#### ARTICLE V

The amount of the total authorized capital stock of the Corporation is \$100,000, consisting of 10,000 shares of nonassessable common stock at the par value of \$10 per share.

#### ARTICLE VI

The names and the post office address of the Incorporators signing these Articles of Incorporation are as follows:

Joseph Christofferson  
P.O. Box 4552  
782 Fir  
Pocatello, Idaho 83201

Ron Rene'  
P.O. Box 4552  
340 Fairway  
Pocatello, Idaho 83201

#### ARTICLE VII

The number of directors shall be as set out in the by-laws of the Corporation. The names and post office address of the initial directors, who shall serve until the first annual meeting of the stockholders, are:

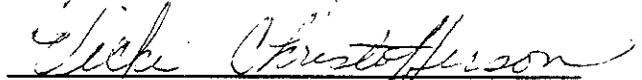
Joseph Christofferson, President  
Vickie Christofferson, Vice President  
Julie Rene', Vice President  
Ron Rene', Secretary/Treasurer  
P.O. Box 4552, Pocatello, Idaho 83201

ARTICLE VIII

There shall be no limits of any type upon a shareholder's preemptive rights. At all times, and under all circumstances, shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares of the Corporation.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the statutes of the State of Idaho, we, the undersigned, being the Incorporators of this Corporation, have executed these Articles of Incorporation on this 1 day of July, 1984.

  
JOSEPH CHRISTOFFERSON  
President

  
VICKIE CHRISTOFFERSON  
Vice President

  
JULIE RENE'  
Vice President

  
RON RENE'  
Secretary/Treasurer