

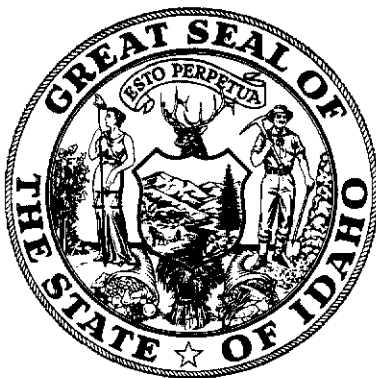
CERTIFICATE OF INCORPORATION
OF

TOUCHLESS AUTOWASH, 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: *May 29, 1986*



SECRETARY OF STATE

by: _____

MAY 29 4 56 PM '86

BOISE, IDAHO

ARTICLES OF INCORPORATION

of

TOUCHLESS AUTOWASH, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed, each of whom is of legal age and a citizen of the United
States of America, have this day voluntarily associated ourselves
together for the purpose of forming a corporation under the laws
of the State of Idaho and pursuant thereto certify as follows:

Article I

The name of this corporation shall be Touchless Autowash,
Inc.

Article II

This corporation shall have perpetual existence.

Article III

The registered office and principal place of business of
the corporation initially is located at 6600 Hill Road, Boise,
Idaho 83702. The registered agent for the corporation initially
is Myron B. Tucker. The Board of Directors may, from time to
time, establish other office or offices within or without the
State of Idaho and may change the registered agent or office loca-
tion in Idaho.

Article IV

The objects and purposes for which this corporation is
formed are to do in any part of the world, as principal, agent, or
otherwise, any and all things hereinafter set forth to the same
extent as a natural person might or could do. Pursuant thereto,

in addition to the general powers conferred upon a corporation by the laws of the State of Idaho, we expressly provide that this corporation shall have the following powers:

(a) To engage in the retail or wholesale business of buying, selling, trading, installing, maintaining, removing or otherwise dealing in car wash equipment, systems and businesses related thereto.

(b) To purchase, hold, own, acquire by operation of law or otherwise, real and personal property of all kinds or classes, or interests therein; to lease, exchange, mortgage, sell, or otherwise encumber or hypothecate such real or personal property, or any interest therein; to improve, subdivide, and otherwise use such real or personal property; and to finance the purchase, development, or improvement of such real or personal property.

(c) To borrow or lend money and to make, take or execute notes, mortgages, bonds, deeds of trust or other evidences of indebtedness.

(d) To enter into, make and perform contract with any person, firm, association, partnership or corporation and to contract with the United States of America, any foreign country, state, city, county or other governmental unit.

(e) To apply for, purchase or by other means, acquire, hold, sell, assign, lease, mortgage, or otherwise dispose of, patents, patent rights, licenses, trademarks, tradenames, or copyrights, as may appear useful or advantageous to the corporation.

(f) To purchase, exchange, or otherwise acquire and own the corporate common or preferred stock, bonds, or other securities of any other corporation, private or public, and to purchase, redeem or otherwise acquire its own capital stock insofar as not contrary to the constitution or laws of the State of Idaho, and to issue and sell its own corporate common or preferred stock, bonds, debentures, or other securities, or evidences of indebtedness.

(g) To merge, or consolidate with any other corporation in such manner and to such extent as may be permitted by law.

(h) To participate in a partnership and to be a partner in a general or limited partnership and to act as a general or limited partner in a limited partnership.

(i) To issue common, or preferred stock, or any other type of corporate securities, and to sell the same on such terms and for such consideration as may be determined by the board of directors.

(j) To act as trustee or to become surety or guarantor for any other person, firm, association or corporation.

In addition to the foregoing powers, and to those granted under the constitution of and laws of the State of Idaho and any amendments thereto, this corporation shall have the power and authority to do and perform every act or thing necessary to carry out the above enumerated purposes calculated, directly or indirectly, to the advancement of the business of the corporation and the enhancement of its properties.

Article V

The authorized capital stock of this corporation is \$27,000.00 divided into 2,700 shares of common capital stock having a par value of \$10.00 per share.

Each share of common capital stock shall be entitled to one vote and to participate in any dividends declared on common stock. The common capital stock shall be non-assessable but shall not have preemptive rights.

The capitalization of this corporation may be increased or decreased in the manner provided by law. If increased, such amendment may provide for one or more classes of stock with voting, dividend rights, preemptive rights, or other privileges as provided therein.

Article VI

The board of directors of this corporation shall be composed of three (3) members. It is not necessary that a director be a shareholder of this corporation. The incorporators shall be the board of directors until their successors are elected at the first meeting of shareholders following incorporation. At the first meeting of stockholders directors shall be elected to serve until the following annual meeting of stockholders, or until successors are elected or appointed.

Article VII

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts.

The sale of stock of the corporation may be qualified so that shareholders receive the benefits of Section 1244 of the Internal Revenue Code, or of any amendments thereto.

Article VIII

The Articles of Incorporation for this corporation may be amended as hereinafter provided and as authorized under the laws of the State of Idaho.

Article IX

By-laws of this corporation shall be adopted by the shareholders at the first meeting of shareholders following incorporation. Such by-laws may provide that the board of directors of the corporation, whenever a quorum is in attendance, by two-thirds (2/3) vote of directors voting may:

(a) Remove at any time any officer of the corporation, elected or appointed.

(b) Repeal or amend by-laws of the corporation or adopt new by-laws which do not affect the term of office of a director.

The board of directors, whenever a quorum is in attendance, by majority vote of the directors voting may exercise the usual powers of a corporate board of directors, as authorized under the laws of the State of Idaho, including:

(a) The determination, amount, and date of payment of dividends to be paid upon the issued stock of the corporation;

(b) Authorize mortgages, liens, other encumbrances, or transfers of real and personal property of the corporation;

(c) When authorized by the majority vote of the issued

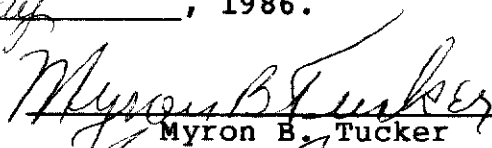
and outstanding stock of the corporation, or if subsequently ratified by affirmative vote of a majority of the issued and outstanding stock of the corporation, the board of directors may sell, lease, or exchange all or any part of the assets of the corporation, including its franchise as a corporation, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock of another corporation, as the board of directors may deem expedient and in the best interests of this corporation.

Article X

The names of the incorporators and the amount of capital stock subscribed by each are as follows:

| <u>Name</u> | <u>Address</u> | <u>Shares</u> |
|-----------------|-----------------------------------|---------------|
| Myron B. Tucker | 6600 Hill Road Boise, ID 83702 | 10 |
| Tod Tucker | 6600 Hill Road Boise, ID 83702 | 10 |
| Elaine Tucker | 6600 Hill Road Boise, ID 83702 | 10 |

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 29 day of May, 1986.


Myron B. Tucker


Tod Tucker


Elaine Tucker

STATE OF IDAHO)
) ss.
County of Ada)

On this 29 day of May, 1986, before me, the undersigned, a Notary Public in and for said state, personally appeared Myron B. Tucker and Elaine Tucker, husband and wife, and Tod Tucker, known or identified 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 first above written.

Barbara Ann Mergo
Notary Public for Idaho
Residing at Boise Idaho

(SEAL)