



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

BRUNEEL TIRE OF BOISE, INC.

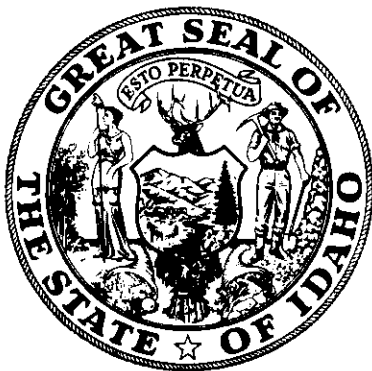
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

BRUNEEL TIRE OF BOISE, 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 \_\_\_\_\_ February 14 \_\_\_\_\_, 19 80 \_\_\_\_\_



*Pete T. Cenarrusa*

SECRETARY OF STATE

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

ARTICLES OF INCORPORATION  
OF

BRUNEEL TIRE OF BOISE, INC.

We, the undersigned, being all adult citizens of the United States of America, do hereby associate ourselves for the purpose of forming a corporation pursuant to Chapter 1 of Title 30, Idaho Code, and we do hereby adopt and certify the following Articles of Incorporation, towit:

ARTICLE I

The name of this Corporation shall be "BRUNEEL TIRE OF BOISE, INC.".

ARTICLE II

The term of existence of this corporation shall be perpetual.

ARTICLE III

The purposes for which this corporation is organized are the transactions of any and all lawful businesses for which corporations may be incorporated under this act.

ARTICLE IV

The aggregate number of shares of which the corporation shall have the authority to issue is Five Thousand (5,000); the shares shall consist of one (1) class only; the par value of each share shall be the sum of One Dollar (\$1.00); the total authorized capital stock of the corporation is the sum of Five Thousand Dollars (\$5,000.00). The stock of this corporation shall be nonassessible.

ARTICLE V

The address of the initial registered office of the corporation is 5304 Chinden Boulevard, Boise, Idaho 83701. The name of the initial registered agent of the corporation at the initial registered office of the corporation is Elwyn G. Staples. The mailing address of the office of the corporation is

5304 Chinden Boulevard, Boise, Idaho 83701.

ARTICLE VI

The corporation shall have three (3) directors, except in the event that all of the shares of the corporation are owned beneficially and of record by fewer than three (3) shareholders, in which event the number of directors may be fewer than three (3) but not fewer than the number of shareholders.

The initial Board of Directors shall consist of three (3) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of the shareholders and until their successors be elected and qualified are:

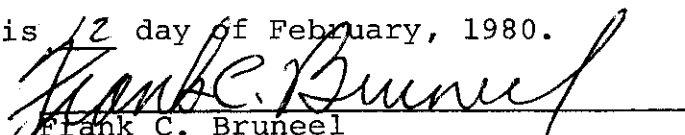
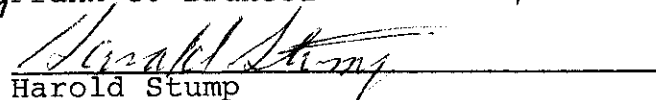
Name	Address	Share
Frank C. Bruneel	3211 - 4th Street, Lewiston, Idaho 83501	1
Harold Stump	P. O. Box 1440 Orofino, Idaho 83544	1
Elwyn G. Staples	5304 Chinden Boulevard Boise, Idaho 83701	1

ARTICLE VII

The name and address of each incorporator is:

Frank C. Bruneel	3211 - 4th Street, Lewiston, Idaho
Harold Stump	P. O. Box 1440, Orofino, Idaho 83544

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals this 12 day of February, 1980.

  
Frank C. Bruneel  
  
Harold Stump

1 STATE OF IDAHO )  
2 County of Clearwater ) ss.

3 On this 12 day of February, 1980, before me, the  
4 undersigned, a notary public in and for the State of Idaho,  
5 personally appeared Frank C. Bruneel, known to me to be the  
6 persons whose names are subscribed to the within and foregoing  
7 instrument and acknowledged to me that he executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and  
9 affixed my official seal the day and year in this certificate  
10 first above written.

11 Beverly Wood  
12 Notary Public in and for the State of  
13 Idaho, residing at Orofino, therein.

14 STATE OF IDAHO )  
15 County of Clearwater ) ss.

16 On this 12 day of February, 1980, before me, the  
17 undersigned, a notary public in and for the State of Idaho,  
18 personally appeared Harold Stump, known to me to be the  
19 person whose name is subscribed to the within and foregoing  
20 instrument and acknowledged to me that he executed the same.

21 IN WITNESS WHEREOF, I have hereunto set my hand and  
22 affixed my official seal the day and year in this certificate  
23 first above written.

24 Beverly Wood  
25 Notary Public in and for the State of  
26 Idaho, residing at Orofino, therein.

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