

FILED/EFFECTIVE

IDAHO SECRETARY OF STATE
01/04/2001 09:00
CX: 17437 CT: 24976 IN: 378777
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38 PM '01

**ARTICLES OF INCORPORATION
OF
SIMMONS AUTOMOTIVE, INC.**

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, under and pursuant to the provisions of the General Corporation Laws of the State of Idaho, and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I

That the name of the corporation is SIMMONS AUTOMOTIVE, INC.

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

The corporation is organized for any lawful purpose or purposes permitted by law.

ARTICLE IV

The corporation shall have authority to issue Fifty Thousand (50,000) shares; all such shares to be of one (1) class of common stock, and have a par value of One Dollar (\$1.00).

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ARTICLE V

The private property of the stockholders of the corporation shall not be subject to the payment of corporation debts to any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VI

The number of directors of the corporation shall be as specified in the By-Laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By-Laws.

ARTICLE VII

Stockholders of the corporation shall have pre-emptive preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and any obligation issued by the corporation shall first be offered to the stockholders of the corporation.

ARTICLE VIII

The address of the initial registered office of the corporation shall be 9327 W. Chad Street, Boise, ID 83709 and the name of the registered agent at such address shall be Chris Simmons.

ARTICLE IX

The number of directors constituting the initial Board of Directors shall be two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successor or successors shall be elected and qualify shall be as follows:

Chris Simmons
9327 W. Chad Street
Boise, ID 83709

Julie Simmons
9327 W. Chad Street
Boise, ID 83709


ARTICLE X


The name and address of the incorporators are as follows:

Chris Simmons
9327 W. Chad Street
Boise, ID 83709

Julie Simmons
9327 W. Chad Street
Boise, ID 83709

Dated this 4 day of January, 2001.

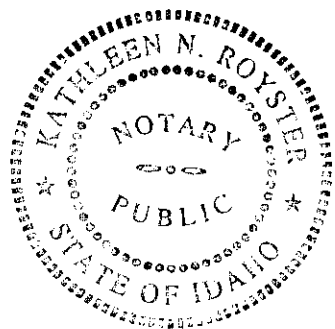

Chris Simmons

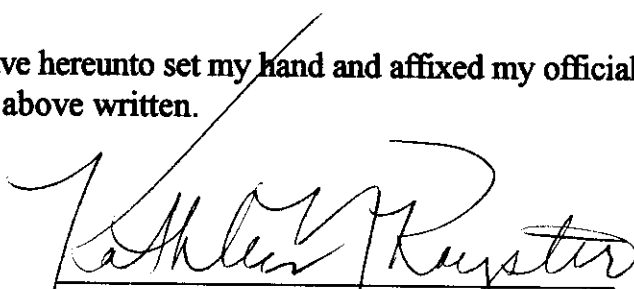

Julie Simmons

STATE OF IDAHO)
) ss
County of Ada)

On this 4 day of January, 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared CHRIS SIMMONS and JULIE SIMMONS, 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.




Notary Public for Idaho
Residing at Boise, Idaho
Commission expires: 7/19/2006