



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

AUTOMATIC TRANSMISSION SERVICE, INC.

was filed in the office of the Secretary of State on the 3rd day of April A.D. One Thousand Nine Hundred Fifty-eight and duly recorded on Film No. 102 of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for perpetual existence from the date hereof, with its registered office in this State located at Boise in the County of Ada

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 3rd day of April, A.D., 19 58.

Secretary of State.

ARTICLES OF INCORPORATION
OF
AUTOMATIC TRANSMISSION SERVICE, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of legal age and at least two-thirds of us being citizens of the United States and bona fide residents of the State of Idaho, do hereby associate ourselves together for the purpose of forming a corporation under the provisions of the laws of the State of Idaho, and do hereby adopt the following Articles of Incorporation, to-wit:

I.

The name of the corporation shall be "AUTOMATIC TRANSMISSION SERVICE, INC."

II.

The nature, objects and purposes for which this corporation is formed shall be:

- (a) To own, conduct, operate, maintain and carry on a general automotive repair shop and any allied business in the City of Boise, Ada County, Idaho, and at such other place or places as may be determined upon by the Board of Directors of this corporation; and to buy, lease, acquire, own, hold, sell, let, or otherwise dispose of property of all kinds, both real and personal, that may be necessary, incident or convenient to the carrying on of said business.
- (b) To engage in the buying, selling and dealing, both at wholesale and retail, in all types of automotive parts, equipment and accessories, machinery and machinery parts, tools, motor vehicles and engines.
- (c) To carry on any other business of any type which may seem to the corporation capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value of or render profitable any of the corporation's property, rights or trade.
- (d) To acquire, hold, use, sell, assign, lease, grant, license, mortgage or otherwise dispose of letters patent of the United States or any Foreign Country, patents, patent-rights, copyrights, licenses and privileges, inventions, improvements, processes, trade-marks and trade names related to or useful in any business of this Corporation.

- (e) To acquire by purchase, subscription, or otherwise, and to hold or to dispose of stock, bonds, or any other obligations of the Corporation formed for, or then or thereafter engaged in or pursuing any one or more of the kinds of business, purposes, objects, or operation above indicated, or owning or holding any property of any kind herein mentioned or of any corporation owning or holding stock or obligations of any such corporation.
- (f) To acquire the good will, rights and property of any persons, firm, association or corporation engaged in any similar business.
- (g) To enter into, make, perform and carry out contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation.
- (h) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable or transferable instruments.
- (i) To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.
- (j) To borrow money from time to time and secure the payment thereof, together with interest thereon, by mortgage, deed of trust or other lien upon or by any conveyance or transfer of any or all of its real and personal property, assets and estate, with its franchises and upon its revenue, incomes and profits, or any of them.
- (k) To have offices, conduct its business and promote its objects within and without the State of Idaho, other States, the District of Columbia, and the Territories of the United States, without restriction as to the place or amount.
- (l) To do each and all things hereinabove set forth to the same extent and as fully as natural persons might do or could do in the State of Idaho, or in any other State, Country or place.
- (m) To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, either in this State or throughout the United States, or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinabove described, or any part or parts thereof, not inconsistent with the laws under which this corporation is organized.

- (n) All the foregoing provisions of this Article II are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specific powers and objects shall not be held to limit or restrict in any manner the general purposes and powers of the corporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or do any act which a corporation formed under the laws of the State of Idaho now or hereafter existing may not, at the time, lawfully carry on or do. It is the intention that the purposes, objects and powers specified in each of the paragraphs of this Article II shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Article contained or of any other provisions of these Articles of Incorporation.

III.

The duration of this corporation shall be perpetual.

IV.

The location and postoffice address of the registered office of the corporation is and shall be Boise, Ada County, Idaho.

V.

The total authorized number of shares which may be issued by this corporation is Twenty-five Thousand (25,000.00) shares of common stock, with a par value of One (\$1.00) Dollar per share.

VI.

All shares of this corporation are the same class with equal rights and voting power and without preference or priority of any share over any other share.

VII.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME:</u>	<u>POST OFFICE ADDRESS:</u>	<u>NUMBER OF SHARES:</u>
WALTER V. DUEROCK.....	Boise, Idaho.....	1
HAROLD C. SYMONDS.....	" "	1
ARTHUR E. BATES.....	" "	1

IN WITNESS WHEREOF, We, the undersigned, being each of
the original incorporators of AUTOMATIC TRANSMISSION SERVICE,
INC., have hereunto set our hands and seals and caused these
Articles of Incorporation to be executed in triplicate this
3rd day of April, 1958.

Walter J. Duvoak
James E. Kennedy
Richard E. Bates

STATE OF IDAHO)

ss.

COUNTY OF ADA)

On this 3rd day of April, 1958, before me, the undersigned, a Notary Public in and for said State, personally appeared WALTER V. DUEROCK, HAROLD C. SYMONDS and ARTHUR E. BATES, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation, 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.

(S E A L)

Samuel Blain
Notary Public for Idaho
Residing at Boise, Idaho