

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

SHOSHONE MOTORS, INC.

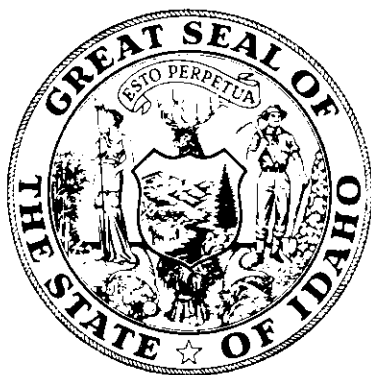
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Dissolution of _____

SHOSHONE MOTORS, INC.

duly signed and verified 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
Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated February 5, _____, 1988.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF DISSOLUTION
OF
SHOSHONE MOTORS, INC.

RECEIVED
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ARTICLE I.

The name of the corporation is SHOSHONE MOTORS, INC., whose address is P. O. Box 1050, Kellogg, Idaho 83837.

ARTICLE II.

The names and address of the officers and directors of the corporation and their respective offices are:

OFFICERS

Marvin F. Dorendorf, President
28 Agate Street
Kellogg, Idaho 83837

C. L. Reasor, Vice-President/Secretary
P. O. Box 1050
Kellogg, Idaho 83837

DIRECTORS

Marvin F. Dorendorf
28 Agate Street
Kellogg, ID 83837

Bessie M. Reasor
P. O. Box 1050
Kellogg, ID 83837

C. L. Reasor
P. O. Box 1050
Kellogg, ID 83837

Joan C. Dorendorf
28 Agate Street
Kellogg, ID 83837

ARTICLE III.

That there are no known actual or potential creditors of the corporation.

ARTICLE IV.

All debts, obligations and liabilities of the corporation have been paid and discharged.

ARTICLE V.

All property and assets of the corporation have been distributed equally among the stockholders.

ARTICLE VI.

That there are no suits pending against the corporation.

ARTICLE VII.


That the dissolution was adopted by resolution at a special meeting of the Directors and Shareholders held December 20, 1987, said resolution having received the unanimous consent of all Directors and Shareholders. A certified copy of said resolution being attached hereto as Exhibit "A" and by reference made a part hereof.

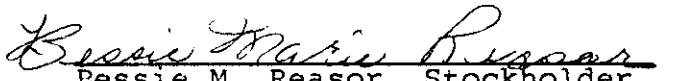
DATED this 11 day of January, 1988.


Marvin F. Dorendorf, President

ATTEST:


C.L. Reasor, Secretary


Joan C. Dorendorf, Stockholder


Pessie M. Reasor, Stockholder

2. ARTICLES OF DISSOLUTION

STATE OF IDAHO)
 :
County of Shoshone)

ss.

C.L. REASOR, being first duly sworn upon oath deposes and
says:

That he is the Secretary of Shoshone Motors, Inc.; that he has
read the foregoing ARTICLES OF DISSOLUTION, knows the contents
thereof, believes the same to be true and correct to the best of
his knowledge and belief and has subscribed his name thereto.

C. L. Reasor

Subscribed and sworn to before me this 3rd day of February
1988.

Alice Sue Van Dorn
Notary Public for the State of Idaho,
Residing at Kingston therein.
My commission expires: 5/20/93

CERTIFIED COPY OF RESOLUTION
OF
SHOSHONE MOTORS, INC.

I hereby certify that the following Resolution was unanimously adopted at a Special Joint Meeting of the Stockholders and Directors held on the 20th day of December, 1987.

RESOLVED, that the following plan of liquidation, pursuant to Section 331 of the Internal Revenue Code of 1954, be and the same is hereby adopted:

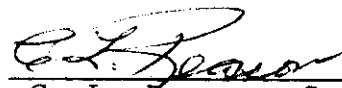
I. Within thirty (30) days after the date of this meeting, the accountant for the Corporation shall file Form 966 with the Director, Internal Revenue Service Center, attaching thereto a certified copy of this Resolution, indicating that the stockholders and directors have adopted a plan of complete liquidation pursuant to Section 331 of the Internal Revenue Code of 1954.

II. That the Corporation, by its duly authorized officers, proceed to liquidate the assets of the Corporation and distribute such assets, except those retained to meet certain liabilities, to the stockholders, as an incident to the plan of complete liquidation adopted by the stockholders and directors pursuant to Section 331 of the Internal Revenue Code of 1954.

III. That as soon as practical thereafter, Counsel for the Corporation shall file a certificate for or articles of the dissolution of the Corporation under the provisions of the Idaho Corporation Law, and that the officers of the Corporation are hereby authorized to execute any and all documents necessary to effectuate such dissolution.

IV. That the officers and directors be and they hereby are empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders and directors, said officers and directors being authorized to adopt any subsequent resolutions to effectuate the intent of the stockholders and directors to liquidate the Corporation in accordance with the plan of liquidation adopted pursuant to Section 331 of the Internal Revenue Code of 1954.

DATED this 20th day of December, 1987.


C. L. Pearson, Secretary

I. CERTIFIED COPY OF RESOLUTION