

FILED/EFFECTIVE

ARTICLES OF INCORPORATION Mar 22 4 16 PM '01

OF

JUSTESEN TIRE COMPANY, INC.

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME OF THE CORPORATION**

The name of the corporation is **Justesen Tire Company, Inc.** ("Corporation").

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES OF THE CORPORATION**

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

**ARTICLE IV
SHARES**

The aggregate number of shares which the Corporation is authorized to issue is 100,000.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is 3157 West Ravenhurst, Meridian, Idaho, 83642 and the name of its initial registered agent at such address is Larry Todd Justesen.

IDAHO SECRETARY OF STATE

03/22/2001 09:00
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ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the Corporation is four (4) and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Larry Todd Justesen	3157 West Ravenhurst Meridian, Idaho, 83642
Danielle Justesen	3157 West Ravenhurst Meridian, Idaho, 83642
Dale Nagy	4977 N. Hollow Lane Boise, Idaho 83702
Kathy Nagy	4977 N. Hollow Lane Boise, Idaho 83702

ARTICLE VII DIRECTOR LIABILITY

To the full extent permitted by the Idaho Business Corporation Act or any other applicable laws as presently or hereafter in effect, no director of the Corporation shall be personally liable to the Corporation or its shareholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. No amendment to or repeal of this Article VII shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to the effective date of such amendment or repeal.

ARTICLE VIII INDEMNIFICATION

Each person who is or was or had agreed to become a director, officer, employee or agent of the Corporation (including the heirs, executors, administrators or estate of such person), shall be indemnified by the Corporation to the full extent permitted by the Idaho Business Corporation Act or any other applicable laws presently or hereafter in effect. Without limiting the generality or effect of the foregoing, the Corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article VIII. No amendment to or repeal of this Article VIII shall apply to or have any effect on the right to indemnification permitted or authorized hereunder for or with respect to any acts or omissions of such director, officer, employee or agent occurring prior to the effective date of such amendment or repeal.

**ARTICLE IX
INCORPORATOR**

The name and address of the Incorporator are:

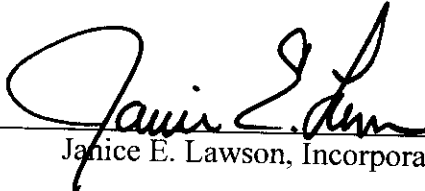
Name

Janice E. Lawson

Address

877 Main Street, Suite 1000
Boise, Idaho 83702

Dated: MARCH 22, 2001.



Janice E. Lawson, Incorporator