

# State of Idaho



## Department of State

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

**LOUIS E. CLAPP**  
~~1/ABRAHAM WILLIAMS~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

**GARY WHETTON BUICK, INC.,**

a corporation duly organized and existing under the laws of **Utah** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Eighth** day of **December** 19**66**, a properly authenticated copy of its articles of incorporation, and on the **Eighth** day of **December**, 19**66**, a designation of **Gary B. Whetton** in the County of **Bingham** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **Eighth** day of **December**, A.D. 19**66**.

Secretary of State.



Secretary of State's Office

I, CLYDE L. MILLER, SECRETARY OF STATE OF THE STATE OF UTAH,  
DO HEREBY CERTIFY THAT the attached is a full, true and correct copy  
of the Articles of Incorporation thereto of Gary Whetton Buick, Inc.

AS APPEARS of record IN MY OFFICE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

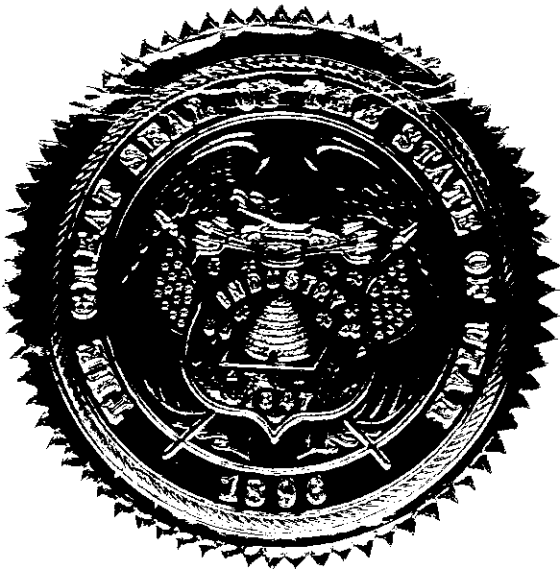
AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS fifteenth DAY OF

November 1966

Clyde L. Miller  
SECRETARY OF STATE

BY [Signature]  
DEPUTY



**ARTICLES OF INCORPORATION**

**of**

**GARY WHETTON BUICK, INC.,**



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**KNOW ALL MEN BY THESE PRESENTS:**

That we, the undersigned persons, being each of the age of twenty-one (21) years, and upwards, acting as incorporators of a corporation under the Utah Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I.**

That the name of the corporation shall be **GARY WHETTON BUICK, INC.**

**ARTICLE II.**

That the period of its existence shall be perpetual.

**ARTICLE III.**

That the purposes for which this corporation is organized, and the business to be transacted, carried on, and permitted by the said corporation is as follows:

- (a) To buy, sell, deal in, repair, service, distribute, and otherwise deal in and with motor vehicles of every kind, make, or nature, at wholesale or retail, or both.
- (b) To buy, sell, lease, or otherwise deal in and with personal property of any kind or nature as determined by its Board of Directors.
- (c) To acquire, own, or operate any and all lawful business.
- (d) To acquire, own, operate, hold, or lease, or otherwise deal in or with, real property of every kind or nature, and to improve the same, and/or construct any buildings thereon as determined by its Board of Directors.
- (e) To acquire, own, or operate, hold, sell, and dispose of, or deal in or with personal property of any kind or nature.
- (f) To acquire, own, hold, sell, and dispose of, and deal in or with stocks, bonds, mortgages, securities, notes, commercial paper, or similar instruments of individuals, partnerships, and/or corporations.
- (g) To lend money, either with or without collateral security, or on the security of either real or personal property, and to enter into, make, perform, and carry out contracts of every kind and for any

lawful purpose, with any firm, corporation, association, syndicate, individual, or governmental, municipal, or other public authority.

(h) To borrow or raise moneys for any lawful purpose of the corporation from time to time, and without limit as to the amount; to make, draw, accept, endorse, guarantee, execute, and issue promissory notes, drafts, bills of exchange, bonds, debentures, checks, and other negotiable and non-negotiable instruments or evidences of indebtedness, and to secure the payment thereof, and of the interest thereon, by mortgage on, or pledge, conveyance, or assignment in trust of, the whole or any part of the assets of the corporation, real, personal, or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, or dispose of such securities or other obligations of the corporation for its legitimate corporate purposes.

(i) To purchase or otherwise acquire, hold, sell, pledge, or otherwise dispose of, and to re-issue or cancel shares of its capital stock, or any securities or other obligations of the corporation, in the manner and to the extent now, or hereafter, permitted by the Laws of the State of Utah.

(j) To manufacture, assemble, dis-assemble, repair, alter, or otherwise handle personal property of every kind or nature.

(k) To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein or herewith connected; and to do every other act and thing incidental thereto or connected therewith, provided, the same be not forbidden by the Laws of the State of Utah.

(l) To do any and all things herein set forth to the same extent as a natural person might or could lawfully do in the State of Utah, or in any other State, territory, or possession of the United States.

(m) To engage in and carry on any business or undertaking whatever which the Board of Directors may deem useful or necessary for the benefit of the corporation, whether specifically set forth in these Articles or not, and to do and perform any and all acts necessary, convenient, or expedient in carrying out the purposes of this corporation.

**ARTICLE IV.**

That the aggregate number of shares of stock which this corporation shall have authority to issue shall be Five Hundred (500.), each share having a par value of One Hundred Dollars (\$100.00).

**ARTICLE V.**

That the corporation shall not commence business until at least One Thousand Dollars (\$1,000.00) has been received as consideration for the issuance of its shares.

**ARTICLE VI.**

That the share-holders shall have pre-emptive rights to acquire additional shares of the corporation.

**ARTICLE VII.**

That the regulation of the internal affairs of the corporation shall be provided for by the By-laws of the corporation.

**ARTICLE VIII.**

That the address of the initial registered office of the corporation is at Number 3520 Wall Avenue, in Ogden City, Weber County, Utah.

**ARTICLE IX.**

That the name of the corporation's initial Registered Agent shall be James J. Whetton.

**ARTICLE X.**

That the number of directors constituting the initial Board of Directors of the corporation is Three (3), and that the names and addresses of the persons who shall serve as Directors until the first annual meeting of the stockholders, and until their successors are elected and qualified, are as follows:

Gary E. Whetton, 2942 North 150 West St., Ogden, Utah  
Percy E. Whetton, 824 Cross Street, Ogden, Utah  
James J. Whetton, 887 North Harrisville Road, Ogden, Utah.

**ARTICLE XI.**

That the names and addresses of the incorporators are as follows:

Gary E. Whetton, 2942 North 150 West St., Ogden, Utah  
Percy E. Whetton, 824 Cross Street, Ogden, Utah  
James J. Whetton, 887 North Harrisville Road, Ogden, Utah.

IN WITNESS WHEREOF, the said incorporators have hereunto set their hands at Ogden, Weber County, Utah this 7th day of November, 1966.

/s/ GARY E. WHETTON  
Gary E. Whetton,  
2922 North 190 West Street,  
Ogden, Utah

/s/ PERCY R. WHETTON  
Percy R. Whetton,  
824 Cross Street,  
Ogden, Utah

/s/ JAMES J. WHETTON  
James J. Whetton,  
687 North Harrisville Road,  
Ogden, Utah.

State of Utah,            )  
County of Weber,        ) ss.

I, Samuel H. Barker, a Notary Public in and for the State of Utah, do hereby certify that on the 7th day of November, 1966, personally appeared before me Gary E. Whetton, Percy R. Whetton, and James J. Whetton, who each being by me duly sworn, severally did say that they are the persons who signed the foregoing document as the incorporators, and that the statements therein contained are true.

(Notary Seal)

/s/ SAMUEL H. BARKER  
Notary Public Residing at  
Ogden, Utah.

My commission expires May 29th, 1967.