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# State of Idaho

## Department of State

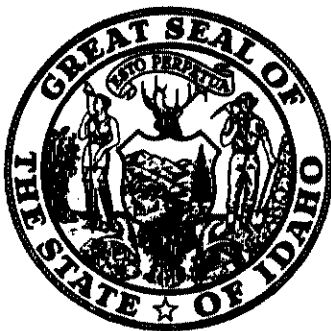
### CERTIFICATE OF INCORPORATION OF

SANDPOINT SPEEDY AUTO GLASS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 26, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By *Sheryl Rainier*

RECEIVED  
92 JUN 26 10 06 AM  
92 JUN 15 AM 8 43  
CLERK OF STATE

ARTICLES OF INCORPORATION

OF

SANDPOINT SPEEDY AUTO GLASS, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is "SANDPOINT SPEEDY AUTO GLASS, INC."

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000) shares, with a par value of \$1.00 per share.

FIFTH: There are no provisions denying preemptive rights.

SIXTH: The internal affairs of the corporation shall be governed by a duly adopted Code of Bylaws which shall be consistent with these Articles of Incorporation and the laws of the State of Idaho.

SEVENTH: The address of the initial registered office of the corporation is 516 Larch Street, Sandpoint, Idaho 83864 and the name of the registered agent at such address is COREY THOMPSON.

EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who will serve as

directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

<u>Name</u>	<u>Address</u>
COREY THOMPSON	700 Red Clover Road Sandpoint, Idaho 83864
JERRY MARTIN	Post Office Box 563 Priest River, Idaho 83856
RAY SACCOMANNO	Route 1 Box 362 Priest River, Idaho 83856

NINTH: The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
COREY THOMPSON	700 Red Clover Road Sandpoint, Idaho 83864
JERRY MARTIN	Post Office Box 563 Priest River, Idaho 83856
RAY SACCOMANNO	Route 1 Box 362 Priest River, Idaho 83856

DATED this 10<sup>th</sup> day of June, 1992

  
Corey Thompson

  
Jerry Martin

  
Ray Saccomanno

From the office of Nevil J. Hermer

**SPEEDY**  
**AUTO GLASS**  
SERV. 8 53  
92 JUN 26 PM

July 22, 1992

Mr. Ray Saccomanno  
Sandpoint Speedy Auto Glass  
Post Office Box 701  
Sandpoint, ID 83205

Dear Ray:

This letter is to advise you that there is nothing in your franchise agreement that prohibits you from incorporating your Speedy Auto Glass business as "Sandpoint Speedy Auto Glass, Inc."

As you know, in the event of expiration or termination of your franchise agreement, all signs, forms, materials, etcetera, that bear the Speedy Auto Glass logos would have to be removed from your business.

I trust this letter is sufficient for presentation to the Secretary of State for incorporation purposes.

Sincerely,



Nevil J. Hermer,  
President

**SPEEDY AUTO GLASS**  
**FRANCHISING SYSTEMS, INC.**

NJH:ams

cc: Colin Wallace, Vice President SAGFS

**SPEEDY AUTO GLASS, INC.**

9675 SE 36th Street, Mercer Island, WA 98040 Telephone: (206) 232-6600

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