

FILED

ARTICLES OF INCORPORATION

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Of

BOISE AUTO BROKERS, INC.

The undersigned, acting as incorporators under the provisions of the Idaho Business Corporations Act, adopt the following **Articles of Incorporation**.

NAME

The name of the corporation is BOISE AUTO BROKERS, INC.

DURATION

The period of its duration shall be perpetual.

PURPOSES

The purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, and its initial business activity shall consist primarily of wholesale and retail of new and used motorcycles and vehicles.

STOCKS

The corporation shall have the authority to issue ten thousand (10,000) shares of capital stock, all of one class, with each share having no par value. The corporation is a "Small Business Corporation" under provisions of the Internal Revenue Code, and the stock is "Section 1244 Stock".

REGISTERED OFFICE

The address of the initial registered office of the corporation is 3809 W. State Street, Boise, Idaho 83703.

IDAHO SECRETARY OF STATE

03/24/1999 09:00

CX: 2719 CT: 112491 BN: 200227

1 @ 100.00 = 100.00 CORP # 2

1 @ 20.00 = 20.00 EXPEDITE C # 3

C 128144

REGISTERED AGENT

The name of the initial registered agent of the corporation at the above address is Michael Thomas Cracchiolo.

INITIAL DIRECTORS

The number of the directors constituting the initial Board of Directors shall be two (2) and their names and addresses are:

Michael Thomas Cracchiolo	3809 W. State Street Boise, Idaho 83703
Michelle Jo Cracchiolo	5670 N. Eddy Place Boise, Idaho 83703

INCORPORATORS

Michael Thomas Cracchiolo	3809 W. State Street Boise, Idaho 83703
Michelle Jo Cracchiolo	5670 N. Eddy Place Boise, Idaho 83703

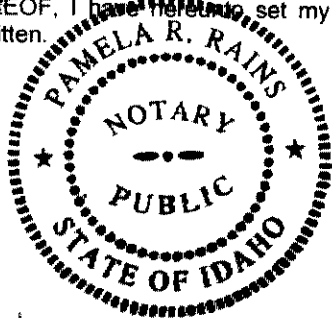
IN WITNESS WHEREOF, we have hereunto set our hands this 23 day of March, 1999.

Michelle Jo Cracchiolo
Michelle Jo Cracchiolo

STATE OF IDAHO)
Count of Ada

On this 23 day of March, 1999, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared **Michelle Jo Cracchiolo**, known to me to be the person whose name is subscribed to the within and foregoing instrument, 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.



Pamela Rains
Notary Public
Residing at: Boise,

IN WITNESS WHEREOF, we have hereunto set our hands this 23rd day of MARCH 1999.



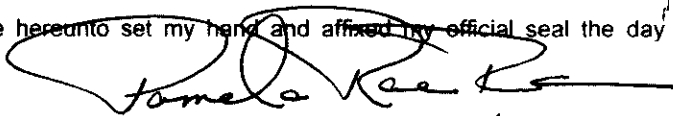
Michael Thomas Cracchiolo

STATE OF IDAHO)

County of Ada)

On this 24th day of MARCH 1999, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared **Michael Thomas Cracchiolo**, known to me to be the person whose name is subscribed to the within and foregoing instrument, 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.



Notary Public

Residing at:

Boise Idaho

