

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD 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 the original of the articles of incorporation of

SHOSHONE MOTORS, INC.

was filed in the office of the Secretary of State on the **Twenty-first** day of **July,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Kallegg

in the County of

Shoshone

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 **21st** day of **July**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, / full-age citizens of the United States, have this day voluntarily associated ourselves for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

I.

That the corporate name of this organization shall be SHOSHONE MOTORS, INC.

II.

That the purposes and objects for which said corporation is formed are as follows:

- a) To form a private profit-making corporation.
- b) To engage in a general car sale, repair and service business within the boundaries of the State of Idaho or any other state in the United States.
- c) To engage in any business relative to the car sale, repair and service business.
- d) To buy, sell, exchange, encumber or carry on any transaction with or concerning real and personal property which will forward the proposed car sale, repair and service business.
- e) To erect any structure, structures or buildings, necessary to carry forward the purposes above set-forth.
- f) To hire and retain workmen, laborers or any other employees necessary for the carrying forth of the proposed car sale, repair and service business.
- g) To issue certificates of stock in the proposed corporation, which will be transferable upon the approval of two-thirds of the Board of Directors.
- h) All stock certificates shall be assessable upon the

unanimous vote of the Board of Directors, providing that a notice of ninety days is given to the shareholders by registered mail to their last recorded address. Shares so assessed may be sold to the highest bidder at public sale within ten days after the assessment is due and payable, such sale shall be made at the corporate offices.

III.

This corporation shall have a perpetual existence unless sooner dissolved by a unanimous vote of the shareholders.

IV.

The location and post office address of the corporation's registered office in this state is 119 North Division Street, Kellogg, Idaho.

V.

a) The total authorized number of ~~nonpar~~ shares shall be FIFTY THOUSAND (\$0,000) shares, with a par value of ONE DOLLAR per share.

b) There shall be but one class of stock, ~~that having~~ ~~nonpar~~.

c) Each share of stock is to have one vote at the annual shareholder's meeting.

d) The above-mentioned shares are to be sold or transferred only upon approval of a two-thirds majority of the Board of Directors.

e) This stock is assessable, as heretofore provided in these articles.

The name and post office address of each of the incorporators and the number of shares of no-par stock described in Paragraph 5

and subscribed by each are as follows:

Calvin L. Reasor, P. O. Box 1117, Smelterville, Idaho	10,000 shares
Marvin E. Dorendorf, 15 West Mullan Avenue, Kellogg, Idaho	10,000 shares
Chris G. Winkle, 215 East Market, Kellogg, Idaho	10,000 shares

VI.

These articles may be amended by a vote of a majority of the shares of the corporate stock at any Annual or Special Shareholders' Meeting.

WITNESS Our hands at Kellogg, Idaho, this 19th day of July, 1961.



Calvin L. Reasor


Marvin E. Dorendorf


Chris G. Winkle

STATE OF IDAHO)
County of Shoshone) ss.

On this 19th day of July, 1961, before me the undersigned, a Notary Public in and for the State of Idaho, personally appeared CALVIN L. REASOR, MARVIN E. DORENDORF, and CHRIS G. WINKLE, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.


Notary Public in and for the
State of Idaho, Residing at
Kellogg, therein.