



Department of State

**CERTIFICATE OF INCORPORATION
OF**

C & A DISTRIBUTORS, 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: January 20, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

C & A Distributors

"Your Truck Accessories Headquarters"

5677 Millwright St., Boise, Idaho 83714 (208) 322-3324

JAN 20 12 32 PM '88
SECRETARY OF STATE

January 19, 1988

ARTICLES OF INCORPORATION

Sec. 30-1-54

- ARTICLE I - The name of the corporation is C & A DISTRIBUTORS, INC.
- ARTICLE II - The period of duration for this corporation is perpetual.
- ARTICLE III - The purpose for this corporation being organized is to conduct any or all lawful business for which corporations may be incorporated under this act.
- ARTICLE IV - The corporation has authority to issue Two (2) shares at no par value.
- ARTICLE V - There will be no division of shares into separate classes.
- ARTICLE VI - The corporation shall not issue any preferred or special class shares in series.
- ARTICLE VII - There will be no preemptive right denied to shareholders.
- ARTICLE VIII - The internal affairs of the corporation shall be managed by a board of directors.
- ARTICLE IX - The address of the initial registered office is:
5677 Millwright, Boise, ID. 83714.
The name of the initial registered agent at this address is: Keith D. Carr.

- ARTICLE X - There are Two (2) directors constituting the initial board of directors. Their names and addresses are as follows:
Keith D. Carr, 5677 Millwright, Boise, ID. 83714
Joey L. Prestwich, 5677 Millwright, Boise, ID. 83714
- ARTICLE XI - The name and address of each initial incorporator is as follows;

	SIGNATURE	DATE
Keith D. Carr 5677 Millwright Boise, ID. 83714	<u>Keith D. Carr</u>	<u>1-19-88</u>
Joey L. Prestwich 5677 Millwright Boise, ID. 83714	<u>Joey L. Prestwich</u>	<u>1-19-88</u>