

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY
OF
JERRY'S AUTO CLINIC, INC.

dba AUTO CLINIC, INC.

File Number C 134993

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: July 31, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally Lloyd*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

FILED/EFFECTIVE

JUL 31 AM 9:23

(Instructions on Back of Application)

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is JERRY'S AUTO CLINIC, INC.
2. The name which it shall use in Idaho is AUTO CLINIC, INC.
3. It is incorporated under the laws of Washington
4. Its date of incorporation is November 2, 1995
5. The address of its principal office is 110 W. Pine Street, Newport, WA 99156
6. The address to which correspondence should be addressed, if different from item 5, is 924 HSE Highway 2, Oldtown, ID 83822
7. The street address of its registered office in Idaho is 924 HSE Highway 2, Oldtown, ID 83822, and its registered agent in Idaho at that address is Pervis Purdome.
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Blythe N. Walker</u>	<u>President/Trea.</u>	<u>924 HSE Highway 2 Oldtown, ID 83822</u>
<u>Jerry G. Walker</u>	<u>Vice Pres./Sec.</u>	<u>924 HSE Highway 2 Oldtown, ID 83822</u>

Dated: 7-20-00

JERRY'S AUTO CLINIC, INC. (A WA
(Corporation name) Corp.)

By Blythe N. Walker
Blythe N. Walker

Its President

(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Revised 7/97
g:\corpforms\ACA.pms

SECRETARY OF STATE
08/01/2000 09:00
CK: 1758 CT: 92515 BH: 337745

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C 134993

CORPORATE RESOLUTION
TO ADOPT FICTIOUS NAME TO QUALIFY FOR
CERTIFICATE OF AUTHORITY TO DO BUSINESS IN IDAHO

I, the undersigned Secretary of **JERRY'S AUTO CLINIC, INC.**, a Washington corporation, **HEREBY CERTIFY** that the corporation is organized and existing under and by virtue of the laws of the State of Washington as a corporation for profit, with its principal office at 110 W. Pine Street, Newport, Washington 99156, and is applying to obtain authorization to transact business in the state of Idaho.

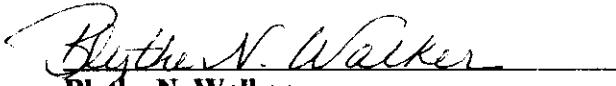
I FURTHER CERTIFY that a meeting of the Directors of the Corporation, duly called and held on July 20, 2000, at which all members of the Board of Directors were present and voting, the following Resolution was adopted:

BE IT RESOLVED that the following-named officers and agents of this Corporation, whose actual signatures are shown below, acting for and on behalf of the Corporation, and as its act and deed, be and are empowered:

1. To apply for and execute all documents necessary to secure a Certificate of Authority to do business in Idaho;
2. To apply for the use for the fictitious name of the corporation in Idaho as **AUTO CLINIC, INC.**;
3. To do all other and necessary things to accomplish the above.

I FURTHER CERTIFY that the officers named below are duly elected and appointed by or for the Corporation and occupy the position set out opposite their respective names; that the foregoing Resolution now stands of record in the books of the Corporation, and the Resolution is in full force and effect and has not been modified in any manner whatsoever.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 20th day of July, 2000 and attest that the signatures of the officers and agents of the Corporation listed below are genuine.


Blythe N. Walker,
President/Treasurer


Jerry G. Walker
Vice-President/Secretary

ATTEST:


Jerry G. Walker, Secretary

RESOLUTION

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

JERRY'S AUTO CLINIC, INC.

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on November 2, 1995.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.



Date: July 25, 2000

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital


SBF
Ralph Munro, Secretary of State